

Michael N. Milby, Clerk of Court

2. Attached hereto as Exhibit A is a true and accurate copy of the complaint filed in the Ward action. Attached to the complaint is a true and accurate copy of the certification which

demonstrates plaintiff's class standing and requisite financial interest in the outcome of this litigation.

3. Attached hereto as Exhibit B is a true and accurate copy of the notice published by plaintiff in the Ward action in Investor's Business Daily, a national business-oriented publication, on February 28, 2003.

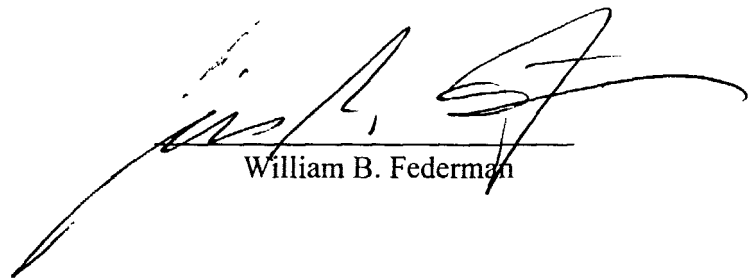
4. Attached hereto as Exhibit C is a true and accurate copy of a loss chart presenting the transactions in the subject securities and summarizing the estimated collective losses of the Henry Group at \$391,989.00, in connection with their purchases of EOTT shares.

5. Attached hereto as Exhibit D are the certifications of the Henry Group.

6. Attached hereto as Exhibit E is a true copy of the firm resume of Cauley Geller Bowman Coates & Rudman, LLP.

7. Attached hereto as Exhibit F is a true copy of the firm resume of Federman & Sherwood.

April 29, 2003



William B. Federman

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on this 2nd day of May, 2003, a copy of the above and foregoing was sent by U. S. Mail, postage prepaid, to the following:

Defendants Counsel:

Adams and Reese LLP
Walter J. Cicack
One Houston Center
1221 McKinney, Suite 4400
Houston, Texas 77010

Defendants:

Horton, Stanley C
9302 Cypresswood Dr
Spring, TX 77379-6914

Gibbs, Dana R
23702 Powder Mill Dr
Tomball, TX 77377-3922

Clayton, Lawrence Jr
433 Paseo De Peralta
Santa Fe, NM 87501-1958

Lay, Kenneth Lee
285 N. Spring St
Aspen, CO 81611-1523

Arthur Andersen LLP
33 West Monroe Street
Chicago, IL 60603-5385



William B. Federman

EXHIBIT A

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

United States Courts
Southern District of Texas
FILED

FEB 11 2003

Michael N. Milby, Clerk

LILA WARD, Individually And On Behalf Of All
Others Similarly Situated,

Plaintiff,

vs.

STANLEY C. HORTON, DANA R. GIBBS,
LAWRENCE CLAYTON JR., KENNETH L.
LAY and ARTHUR ANDERSEN, LLP,

Defendants.

CASE NO.

H-03 - 0484

CLASS ACTION COMPLAINT
FOR VIOLATIONS OF
FEDERAL SECURITIES LAWS

JURY TRIAL DEMANDED

Plaintiff, individually and on behalf of all other persons similarly situated, by her undersigned counsel, alleges, except as to allegations specifically pertaining to plaintiff and her counsel, upon the investigation conducted by counsel, which included, among other things, a review of the public announcements made by defendants, Securities and Exchange Commission ("SEC") filings, press releases and media reports, and other public statements regarding Eott Energy Partners, L.P. ("EOTT" or the "Company"), as follows¹:

¹ Plaintiff believes that substantial and additional evidentiary support will exist for the allegations set forth herein after a reasonable opportunity for discovery.

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NATURE OF THE ACTION

1. This is a shareholders' class action on behalf of all persons and entities, other than defendants, who purchased the common units of EOTT between July 2, 2001 and January 22, 2002, inclusive (the "Class Period"), seeking to pursue remedies under the Securities Exchange Act of 1934 (the "Exchange Act").

2. This action represents yet another phase of the massive securities fraud relating to the collapse of Enron Corp. ("Enron"), which ranks as one of the largest corporate bankruptcies in United States history. Due to the extensive control and influence maintained by Enron over EOTT, EOTT and certain of its insiders disseminated false and misleading statements during the Class Period regarding EOTT's financial performance and future prospects and substantially overstated the price of the Company's common units.

3. More specifically, through certain agreements that EOTT entered into with Enron and its affiliates, EOTT became heavily dependent on Enron's operations for its success. In turn, EOTT's dependency on Enron meant that it was in the Company's direct interest to ensure Enron's viability and success. As detailed more fully below, throughout the Class Period, the defendants knew or recklessly disregarded that Enron would not be able to live up to its commitments under the agreements and the devastating impact that Enron's inevitable collapse would have on its business.

4. Despite such knowledge, defendants issued, or caused to be issued, materially false and misleading statements regarding the Company's business and failed to reveal the material and imminent risk that the Company was facing because of Enron's true and precarious financial condition which was known to, or recklessly disregarded by defendants.

5. Following Enron's bankruptcy filing, and the subsequent announcement that Enron could not satisfy its obligations to the Company, the price of the Company's common units plummeted by 32%, falling from \$15.05 per unit to \$10.19 per unit on unusually heavy trading volume.

6. At the same time that EOTT and Enron were disseminating false and misleading statements, and thereby artificially inflating the value of EOTT's common units, Enron sold 3,276,483 common units and 6,999,300 subordinated units at the artificially inflated price of \$19.80 per common and subordinated unit, reaping proceeds in excess of \$200 million.

JURISDICTION AND VENUE

7. This Court has jurisdiction over the subject matter of this action pursuant to 28 U.S.C. §§1331, 1337 and 1367 and Section 27 of the Exchange Act (15 U.S.C. § 78aa).

8. This action arises under Sections 10(b) and 20(a) of the Exchange Act (15 U.S.C. §§ 78j(b) and 78t(a)) and Rule 10b-5 promulgated thereunder (17 C.F.R. § 240.10b-5).

9. Venue is proper in this District pursuant to § 27 of the Exchange Act, and 28 U.S.C. § 1391(b) and (c). Substantial acts in furtherance of the alleged fraud and/or its effects have occurred within this District and EOTT maintains its principal executive offices in this District.

10. In connection with the acts alleged in this complaint, defendants, directly or indirectly, used the means and instrumentalities of interstate commerce, including, but not limited to, the mails, interstate telephone communications and the facilities of the national securities markets.

PARTIES

11. Plaintiff Lila Ward, as set forth in the accompanying certification incorporated by reference herein, purchased EOTT common units during the Class Period and was damaged thereby.

12. Defendant Stanley C. Horton ("Horton") was, at all relevant times, EOTT's Chief Executive Officer and Chairman of the Board of Directors. Horton also served as Chief Executive Officer of Enron Transportation Services, a subsidiary of Enron. From 1998 through 2000, Horton received compensation for most, if not all, of the services performed for EOTT directly from Enron. On January 10, 2002, EOTT announced that Horton would be replaced as the Company's Chief Executive Officer.

13. Defendant Dana R. Gibbs ("Gibbs") was, at all relevant times, EOTT's President, Chief Operating Officer and a Director. On January 10, 2002, EOTT announced that Gibbs would replace Horton as the Chief Executive Officer of the Company.

14. Defendant Lawrence Clayton Jr. ("Clayton") was, at all relevant times, EOTT's Chief Financial Officer and Senior Vice President.

15. Defendant Kenneth L. Lay ("Lay") was, at all relevant times, a Director of EOTT. Lay also served as the Chairman of the Board of Directors of Enron until January 24, 2002 when he resigned from such position as a result of allegations that Enron engaged in a massive securities fraud, which had led to Enron's bankruptcy filing on December 2, 2001. In addition, Lay had served as Enron's Chief Executive Officer from 1986 until February 2001.

16. The above individuals are the "Individual Defendants." The Individual Defendants, as senior officers and/or directors of EOTT were controlling persons of the Company. Each exercised their power and influence to cause EOTT to engage in the fraudulent practices complained of herein and, as a result, it is appropriate to treat the Individual Defendants as a group for pleading

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purposes and to presume that the false, misleading and incomplete information conveyed in the Company's public filings, press releases and other publications as alleged herein are the collective actions of the narrowly defined group of defendants identified above.

17. Each of the Individual Defendants is liable as a participant in a fraudulent scheme and course of business that operated as a fraud or deceit on purchasers of the Company's securities by disseminating materially false and misleading statements and/or concealing material adverse facts. The scheme: (i) deceived the investing public regarding the Company's business, growth, operations and the intrinsic value of the Company's common units and (ii) caused plaintiff and other members of the Class to purchase EOTT common units at artificially inflated prices.

18. Because of the Individual Defendants' positions with the Company, they had access to the adverse undisclosed information about its business, operations, products, operational trends, financial statements, markets and present and future business prospects via access to internal corporate documents (including the Company's operating plans, budgets and forecasts and reports of actual operations), communication with other officers and employees, attendance at management and Board of Directors meetings and committees of the Board of Directors, and via reports and other information provided to them in connection therewith.

19. As controlling persons of a publicly-held limited partnership whose common units were, and are, registered with the SEC pursuant to the Exchange Act, were traded on the New York Stock Exchange (the "NYSE"), and governed by the provisions of the federal securities laws, the Individual Defendants each had a duty to disseminate promptly, accurate and truthful information with respect to the Company's financial condition and performance, growth, operations, financial statements, business, products, markets, management, earnings and present and future business

prospects, and to correct any previously-issued statements that had become materially misleading or untrue, so that the market price of the Company's publicly-traded securities would be based on truthful and accurate information. The Individual Defendants' misrepresentations and omissions during the Class Period, as described below, violated these specific requirements and obligations.

20. Defendant Arthur Andersen, LLP ("Arthur Andersen") is an international accounting and consulting firm. Arthur Andersen was engaged by EOTT to provide "independent" auditing services and to review filings with the SEC, audits and/or reviews of financial statements which were included in EOTT's SEC filings and annual reports. As a result of the services it rendered to EOTT, Arthur Andersen personnel were present at EOTT's corporate offices and operations continuously during the class period and had continual access to and knowledge of EOTT's private and confidential corporate information and business information.

21. Arthur Andersen was also engaged by Enron to provide "independent" auditing services and to review filings with the SEC, audits and/or reviews of financial statements which were included in Enron's SEC filings and annual reports. As a result of the services it rendered to Enron, Arthur Andersen personnel were present at Enron's corporate offices and operations continuously during the class period and had continual access to and knowledge of Enron's private and confidential corporate information and business information. As the auditor of both EOTT and of Enron, Arthur Andersen had the responsibility under AU Section 230 to perform their work with due professional care.

22. EOTT is a Delaware limited partnership with its principal executive offices located at 2000 West Sam Houston Parkway South, Suite 400, Houston Texas 77042. On October 8, 2002,

EOTT commenced a restructuring plan through a voluntary pre-negotiated Chapter 11 filing. As a result of this bankruptcy filing, EOTT is not named as a defendant in this action.

CLASS ACTION ALLEGATIONS

23. Plaintiff brings this action as a class action pursuant to Federal Rule of Civil Procedure 23(a) and (b)(3) on behalf of a Class consisting of all persons who purchased the common units of EOTT between July 2, 2001 and January 22, 2002, inclusive and who were damaged thereby. Excluded from the Class are the Individual Defendants, persons serving as officers and directors of the Company during the relevant time, members of their immediate families and their legal representatives, heirs, successors or assigns and any entity in which the Individual Defendants have or had a controlling interest.

24. The members of the Class are so numerous that joinder of all members is impracticable. Throughout the Class Period, there were approximately 18.5 million common units of EOTT issued and outstanding, which were actively traded on the NYSE and the NASDAQ under the ticker symbol "EOT." While the exact number of Class members is unknown to plaintiff at this time and can only be ascertained through appropriate discovery, plaintiff believes that there are thousands of members in the proposed Class. Record owners and other members of the Class may be identified from records maintained by EOTT or its transfer agent, and may be notified of the pendency of this action by mail, using the form of notice similar to that customarily used in securities class actions.

25. Plaintiff's claims are typical of the claims of the members of the Class as all members of the Class are similarly affected by the Individual Defendants' wrongful conduct in violation of federal laws complained of herein.

26. Plaintiff will fairly and adequately protect the interests of the members of the Class and has retained counsel competent and experienced in class actions and securities litigation.

27. Common questions of law or fact exist as to all members of the Class and predominate over any questions solely affecting individual Class members. Among the questions of law or fact common to the Class are:

(a) whether the acts, alleged to have been committed in this complaint, violated the federal securities laws;

(b) whether statements made by defendants to the investing public during the Class Period misrepresented material facts about the business, operations, and financial statements of EOTT, and;

(c) to what extent the members of the Class have sustained damages and the proper measure of damages.

28. A class action is superior to all other available methods for the fair and efficient adjudication of this controversy since joinder of all members is impracticable. Furthermore, as the damages suffered by individual Class members may be relatively small, the expense and burden of individual litigation make it impossible for members of the Class to individually redress the wrongs done to them. There will be no difficulty in the management of this action as a class action.

SUBSTANTIVE ALLEGATIONS

A. Background

29. EOTT is a major independent marketer and transporter of crude oil in North America. EOTT also processes, stores, and transports MTBE (methyl tertiary-butyl ether), natural gas and other natural gas liquids products. EOTT transports most of the lease crude oil it purchases via

pipeline that includes 8,000 miles of intrastate and interstate pipeline and gathering systems and a fleet of more than 230 owned or leased trucks.

30. The Company's sole general partner, EOTT Energy Corp. ("EOTT Energy"), is an indirect wholly-owned subsidiary of Enron. Enron maintains an approximate 37% ownership interest in the Company. On October 21, 2002, EOTT Energy filed a voluntary petition for reorganization under Chapter 11 to join in EOTT's pre-negotiated restructuring plan.

31. As a limited partnership, EOTT makes minimum quarterly distributions to unit holders, which represent a major reason that investors purchase the Company's units. In the year 2000, EOTT paid minimum cash distributions of \$0.475 per quarter, or \$1.90 for the year, representing an average annual yield of 12.1%. Under EOTT's partnership agreement, Enron is obligated to provide the Company with up to \$29 million in cash to fund the Company's quarterly cash distribution, in the event that the Company is unable to meet those obligations under circumstances detailed in the partnership agreement. Enron's support obligation was due to expire on December 31, 2001.

32. In addition to its ownership interest in EOTT, and its obligation to support the Company's cash distributions, Enron provided EOTT with a \$1 billion credit facility, which expired on December 31, 2001, through which Enron supplied the Company with letters of credit (which the Company uses to pay its suppliers), working capital loans and guarantees.

33. On November 8, 2001, Enron announced that it would restate its financial results for the years 1997-2001 to include losses from partnerships which should have been consolidated into Enron's results during those years according to Generally Accepted Accounting Principles ("GAAP"). Through this restatement, Enron admitted that it had improperly recognized hundreds

of millions of dollars in revenues and inflated shareholders' equity by approximately \$1 billion. Prior to the announcement of the restatement, Enron insiders took advantage of such material adverse information and sold approximately \$1.1 billion in Enron stock, before public disclosure of the nature and scope of the restatement and a corresponding collapse of Enron's stock price. In particular, Lay sold over \$101 million in Enron stock while in possession of the materially negative information of Enron's true condition.

34. As a result of the restatement, Enron and certain insiders, including Lay, became the focus of SEC and Congressional investigations into the circumstances surrounding the collapse, and they have been named as defendants in numerous private securities fraud class action suits alleging violations of the federal securities laws. On December 2, 2001, Enron filed for bankruptcy protection under Chapter 11 of the Bankruptcy Code.

**B. Materially False And Misleading Statements
Made During The Class Period**

35. On July 2, 2001, the Company announced that it had purchased certain assets, which included a hydrocarbon processing complex in Morgan's Point, Texas, a liquids pipeline grid system, and a natural gas liquids storage facility in Chambers County, Texas from Enron Gas Liquids, Inc. ("EGL"), an affiliate of Enron, for an aggregate purchase price of approximately \$120 million. EOTT further announced that, in connection with these acquisitions, it entered into a 10-year tolling agreement for production from the processing complex (the "Tolling Agreement"), which is currently producing MTBE and isobutylene, and a 10-year storage and transportation agreement for the use of the storage and pipeline grid system with EGL.

36. The Tolling Agreement was presented as a risk-reducing vehicle for the Company, which would not be subject to commodity risk of having to purchase the raw materials for the processing complex at volatile market prices, as Enron would bear that risk in that EGL would “retain[] all existing third party commodity, transportation and storage contracts associated with the[] facilities.” In a press release discussing the transaction, Gibbs stated that, in addition to the benefits to the Company from transferring substantial risk to Enron, the Tolling Agreement would also contribute substantially to the Company's earnings, as the final product would be purchased by Enron:

This acquisition provides EOTT assets with an excellent operating history and an experienced workforce. Combined with the term agreements, the acquisition will provide accretive earnings and stable cash-flows without commodity market or price exposure. . . . We estimate that this transaction will increase the company's EBITDA approximately \$20 million on an annualized basis.

37. EOTT was followed by numerous securities analysts employed by major brokerage and research firms. On July 3, 2001, the Company hosted a conference call to discuss in greater detail the asset purchase and its implications for the Company, which was attended by the securities analysts following the Company, among others, and was open to the general investing public. The information contained in the research reports, which are discussed below, was provided to the analysts at the conference call and subsequently by persons acting on behalf of the Company.

38. On July 5, 2001, UBS Warburg issued a research report authored by R.J. Barone, which reiterated its "Buy" rating on the Company units and discussed the Tolling Agreement. In that regard, the report explained that the Company could share in Enron's revenues from the sale of the final product: “EOTT is paid a fixed margin based on a targeted level of production and is

incentivized to produce in excess of the minimum levels due to revenue sharing provisions above the targeted minimum levels." The report further stated that the Tolling Agreement also eliminated costs associated with converting the processing plant to produce other products:

As a result of termination payments, the tolling agreement substantially eliminates EOTT's risk of the possible phase out or banning of MTBE as a gasoline additive. Included in the agreement are provisions to modify and convert the facility to produce other products subject to certain conditions. EOTT estimates that the cost to convert the facility to iso-octane would be around \$40-\$50 million, if necessary.

In addition, the report explained that EGL "retains all third party commodity, transportation and storage contracts associated with these facilities. EOTT's primary focus will be on the reliable and efficient operation of the assets." Finally, the report concluded by raising its 2001 earnings estimate to \$0.65 per unit from \$0.60, largely on the accretive value of the acquisition and associated agreements: "We believe that these asset acquisitions fit well into the Company's strategy of growth through acquisitions with stable cash flows and very limited commodity price exposure to EOTT."

39. Also on July 5, 2001, Dain Rauscher Wessels issued a research report authored by M.S. Easterbrook. The report, which was based, in part, on the same July 3 conference call attended by all of the analysts, concluded that the recent transaction is beneficial to the Company, stating that: "We believe the new assets should provide steady cash flow and limited risk as minimum volume contracts and termination clauses are in place."

40. Subsequently, on July 13, 2001, Lehman Brothers Inc., joined the chorus of praise for the Company's recent transactions with Enron. The report, penned by R. Gross, echoed Gibbs' July 2 statements in the press release, highlighting that stable cash flow will be generated while risk

will be reduced. In addition, the report calculated that the expected \$20 million contribution to EBITDA by the acquired "should be accretive to distributable cash by \$0.09 -\$.11 per unit."

41. The statements referred to in ¶¶ 35-37, 38-40 above, regarding the Company's reduced risk and increased cash flow and earnings from the Enron asset purchase and Tolling Agreement, were each materially false and misleading when made as they misrepresented and/or omitted the following adverse facts which then existed and disclosure of which was necessary to make the statements made not false and/or misleading, including:

- a. that the Individual Defendants knew or recklessly disregarded that Enron was engaging in improper accounting and that its business and finances were much worse than presented to the public;
- b. that the Company's close affiliation and business dealings with Enron, and the Company's reliance on the \$1 billion credit facility supplied by Enron, was placing the Company's business at much greater risk than was conveyed to the public;
- c. that there was a real and imminent threat that Enron would be unable to live up to its end of the Tolling Agreement (which was repeatedly portrayed as reducing risks to the Company), and that this would have a materially negative impact on the Company and that it could not contribute cash to fund EOTT's minimum distribution in the event EOTT would be unable to otherwise fund it; and
- d. that the favorable statements contained in the July 2 press release and July 3 conference call, including that the deal would add \$20 million in EBITDA, were materially false and misleading and were lacking in any reasonable basis.

42. On August 13, 2001, EOTT issued a press release announcing increased second quarter of 2001 results, and that, as a result of the recent transaction with Enron, it was dramatically raising its 2001 earnings target. For the second quarter, the Company reported a 24% increase in net income over the second quarter of 2000 to \$4.1 million, or \$0.15 per unit. In commenting on the results, Horton stated the following:

Second quarter results were consistent with our expectations, reflecting improvement over the prior year even though market conditions were not as favorable for the crude transportation and marketing businesses. . . . *In addition, at the end of June, EOTT purchased processing, storage and transportation assets for \$117 million and we are concentrating on integrating these assets into the EOTT organization. As a result of this acquisition and the consistent performance of our businesses, we are raising our full year 2001 earnings target from \$0.60 to \$0.95 per unit. This expectation represents more than a 100 percent increase over 2000 recurring results.*[Emphasis added].

43. Two days after the Company's press release, on August 15, 2001, M.S. Easterbrook of Dain Rauscher Wessels issued a report discussing the Company's second quarter of 2001 results. The report recommended the purchase of EOT units and rated the units as "Buy-Aggressive." The report echoed the Company's press release regarding the benefits of the asset purchase and Tolling Agreement, and added that they would be crucial to the Company's near-term performance:

New Assets Are Key to Near-Term Upside: In late June, EOTT purchased processing, storage, and transportation assets for \$117 million from Enron Corporation [. . .] *Management has integrated all of the new assets into the Company's business mix and expects them to be immediately accretive to second-half results.* As a result, we are raising this year's and next year's estimates [. . .] [emphasis added].

44. On September 28, 2001, Enron sold 3,276,483 EOTT common units and 6,999,300 subordinated units, at a price of \$19.80 per common and subordinated unit, for total proceeds exceeding \$200 million. In addition, Enron also sold that day \$9,317,281 EOTT APIs.

45. As stated above, on November 8, 2001, Enron announced that it would be restating its financial results for the years 1997 through 2001. In response to such news, the Company's unit price rose slightly, closing at \$19.05 per unit on November 8, to a \$19.44 close on November 9, and closed at \$9.55 the following day.

46. Despite the news of Enron's restatement, on November 12, 2001, EOTT issued a press release in which it announced an 88% increase in third quarter 2001 earnings, based on reported net income of \$7.4 million, or \$0.26 per unit. Commenting on the results, Horton stated that:

EOTT continues to deliver excellent financial performance resulting in its sixth consecutive increase in quarter-over-quarter earnings and its highest quarterly earnings in recent history. . . . Third quarter results were in line with our expectations reflecting the added benefit from the processing, storage and transportation assets acquired at the end of June, partially offset by lower than expected results from our West Coast business.

The press release further discussed the contribution made by the newly purchased assets and associated Tolling Agreement to EOTT's:

The processing, storage and transportation assets, reported in the new Liquids Operations segment, generated operating income of \$9.5 million for the third quarter of 2001, reflecting volumes processed and facility throughput in excess of contractual requirements with operating costs at targeted levels.

The Tolling Agreement's contribution to EOTT's bottom line was substantial -- the \$9.5 million in operating income represented 53% of the Company's reported total third quarter operating income

of \$17.735 million. According to the press release, the Company was anticipating a weaker fourth quarter of 2001 than previously expected, and lowered slightly its 2001 earnings target to \$0.90 to \$0.94 per unit, from \$0.95. Notably, despite the substantial ties with Enron, the Company's press release did not discuss Enron's recent public disclosures regarding its financial health.

47. The statements referred to in ¶¶ 42-43, 46 above were each materially false and materially false and misleading when made as they misrepresented and/or omitted the following adverse facts which then existed and disclosure of which was necessary to make the statements made not false and/or misleading, including:

a. that defendants knew or recklessly disregarded that Enron was engaging in improper accounting and that its business and finances were much worse than presented to the public;

b. that the Company's close affiliation and business dealings with Enron, and the Company's reliance on the \$1 billion credit facility supplied by Enron, was placing the Company's business at much greater risk than was conveyed to the public;

c. that there was a real and imminent threat that Enron would be unable to live up to its end of the Tolling Agreement (which was repeatedly portrayed as reducing risks to the Company), and that this would have a materially negative impact on the Company and that it could not contribute cash to fund EOTT's minimum distribution in the event EOTT would be unable to otherwise fund it; and

d. that the Company's earnings guidance of \$0.90- \$0.94 for 2001, representing substantial growth over its 2001 results, were lacking in any reasonable basis.

C. The Truth Begins to Emerge

48. On November 30, 2001, EOTT finally issued a press release discussing the impact that Enron's troubles may have on the Company. Significantly, the Company revealed that it would be subject to increased commodity risk and stands to lose \$23 million in annual cash flow if the EGL was unable to live up to the Tolling Agreement:

EOTT's management previously estimated that the ten-year toll conversion and storage capacity agreements with EGLI would provide annual cash flow to EOTT in excess of \$23 million, with no material commodity market exposure. If EGLI is unable to meet its contractual obligations, this could subject EOTT to a significant increase in market commodity risk, and EOTT's cash flow over the ten-year term of the agreements could vary significantly from levels previously forecast.

The press release further announced the resignation of two of the three outside directors of EOTT Energy. The press release concluded by stating that, "While it is not feasible to predict the final outcome of these events, EOTT could be materially and adversely affected if Enron and its subsidiaries do not meet their contractual obligations to Enron." In response to these announcements, the price of EOTT common units dropped from a \$14.96 per unit close on November 29, to close at \$9 on November 30.

49. Despite these negative effect of these announcements, the Company failed to reveal to the investing public the full impact of Enron's financial troubles on EOTT's business and, importantly, of the Company's ability to pay its minimum quarterly distribution of \$0.475.

50. On December 3, 2001, a day after Enron filed for bankruptcy, EOTT announced that EOTT Energy was not a included in Enron's bankruptcy petition. The price of EOTT common units rose to \$12.80 on this news.

51. Shortly thereafter, on December 7, 2001, EOTT announced that, because EGL was included in the Enron bankruptcy petition, "clarification of EGLI's long-term performance under its 10-year agreement with EOTT will be required under Enron's bankruptcy proceedings." The Company also warned that it may be required to take a charge relating to the Tolling Agreement, stating in pertinent part the following:

At this point in time, EOTT cannot determine whether EGLI's bankruptcy will have an adverse impact on these ten-year agreements, however, EOTT could be required to recognize a non-cash impairment of up to \$30 million related to these contracts.

The press release also announced that a third outside director of EOTT Energy had resigned. As a result of this news, the Company's unit price declined slightly.

52. On January 22, 2002, the Company announced that it could not pay its minimum quarterly distribution of \$0.475 per common unit and instead would pay only \$0.25 per common unit. The shortfall was blamed on the uncertainty surrounding the viability of the Tolling Agreement, working capital troubles in light of Enron's bankruptcy, and Enron's inability to provide the distribution support it is contractually obligated to provide in the event of EOTT's shortfall:

The distribution for the fourth quarter of \$0.25 per common unit is lower than the minimum quarterly distribution amount of \$0.475 per common unit and reflects several interrelated factors including the uncertainty related to EOTT's term financing and working capital facilities, continued weakness in the crude markets and approximately \$20 million of projected expenditure requirements over the next several months related to scheduled turnaround costs for the MTBE plant and certain capital expansion projects currently underway. Also contributing to the decision to make a reduced cash distribution was the on-going uncertainty related to EGLI's bankruptcy filing and the resulting effect on its performance under the 10-year agreements related to EOTT's MTBE and LPG grid and storage facilities.

* * *

. . . . Enron has indicated that it will not pay the fourth quarter cash distribution shortfall of \$0.225 per common unit. EOTT's claim for the distribution support amount will be addressed through the bankruptcy proceedings.

EOTT also warned that its 2001 earnings "will be less than previous target levels of \$0.90-\$0.94 per unit"

53. In response to the press release, the price of EOTT common units plummeted by 32% in one day, falling from \$15.05 per unit to close at \$10.19 per unit on January 22, 2002, on unusually heavy trading volume.

D. Undisclosed Adverse Information

54. The market for EOTT's common units was open, well-developed and efficient at all relevant times. As a result of these materially false and misleading statements and failures to disclose, EOTT common units traded at artificially inflated prices during the Class Period. The artificial inflation continued until the time EOTT revealed that it would not be able to pay its minimum quarterly distribution for the fourth quarter of 2001 because of shortfalls related to Enron's bankruptcy. Plaintiff and other members of the Class purchased or otherwise acquired EOTT's common units relying upon the integrity of the market price of the Company's common units and market information relating to EOTT, and have been damaged thereby.

55. During the Class Period, the Individual Defendants materially misled the investing public, thereby inflating the price of EOTT common units, by publicly issuing false and misleading statements and omitting to disclose material facts necessary to make the Individual Defendants' statements, as set forth herein, not false and misleading. Said statements and omissions were

materially false and misleading in that they failed to disclose material adverse information and misrepresented the truth about the Company, its business and operations, as detailed herein.

56. At all relevant times, the material misrepresentations and omissions particularized in this Complaint directly or proximately caused or were a substantial contributing cause of the damages sustained by plaintiff and other members of the Class. As described herein, during the Class Period, the Individual Defendants made or caused to be made a series of materially false or misleading statements about EOTT's earnings. These material misstatements and omissions created in the market an unrealistically positive assessment of EOTT and its prospects and operations, thus causing the Company's common units to be overvalued and artificially inflated at all relevant times. The Individual Defendants' materially false and misleading statements during the Class Period resulted in plaintiff and other members of the Class purchasing the Company's common units at artificially inflated prices, thus leading to their losses when the illusion was revealed, and the market was able to accurately value the Company.

57. As the auditor of both EOTT and of Enron, Arthur Andersen had the responsibility under AU Section 230 to perform their work with due professional care. Arthur Andersen's position as the auditor of both EOTT and Enron placed them in a unique position. Arthur Andersen had a responsibility to learn the significance to both companies of tolling agreements discussed *infra*, as well as the commitment requiring Enron to fund any short falls of EOTT in its quarterly cash distributions and through its provision of credit to EOTT.

58. During the class period, Arthur Andersen's work performed related to quarterly filings with the SEC by both EOTT and Enron should have made them aware of the tolling agreement and asset purchase. Under AU Section 722.09, the objective of a review of interim

financial information is to provide the accountant, based on applying his or her knowledge of financial reporting practices to significant accounting matters of which they become aware, with a basis for reporting whether material modifications should be made for such information to conform with GAAP.

59. Arthur Andersen's knowledge of the true financial condition of Enron required that they either incorporate proper disclosure of the true risk to EOTT associated with the relationship with Enron or to disassociate the firm from the quarterly reports filed by EOTT. Either approach would have served to inform the market of the risk involved. Arthur Andersen did neither.

60. The dramatic increase in EOTT's third quarter 2001 earnings demonstrate that the deal with Enron was highly material to the reported quarterly results of operations of EOTT and to the earnings forecasts being announced to the public.

SCIENTER ALLEGATIONS

61. As alleged herein, the Individual Defendants acted with scienter in that they knew that the public documents and statements issued or disseminated in the name of the Company were materially false and misleading; knew that such statements or documents would be issued or disseminated to the investing public; and knowingly and substantially participated or acquiesced in the issuance or dissemination of such statements or documents as primary violations of the federal securities laws. As set forth elsewhere herein in detail, the Individual Defendants, by virtue of their receipt of information reflecting the true facts regarding EOTT, their control over, and/or receipt and/or modification of the Company's allegedly materially misleading misstatements and/or their associations with the Company which made them privy to confidential proprietary information concerning EOTT, participated in the fraudulent scheme alleged herein.

62. The Individual Defendants engaged in the scheme to inflate the price of EOTT common units in order to allow Enron, its controlling shareholder, to sell a total of 10,275,783 common and subordinated units at the artificially inflated price of \$19.80 per unit, and, in addition, sold \$9,317,281 worth of EOTT APIs. Enron's total proceeds from these sales were \$211 million.

**APPLICABILITY OF PRESUMPTION OF RELIANCE:
FRAUD-ON-THE-MARKET DOCTRINE**

63. At all relevant times, the market for EOTT units was an efficient market for the following reasons, among others:

- a. EOTT units met the requirements for listing, and was listed and actively traded on the NYSE and NASDAQ, highly efficient and automated markets;
- b. As a regulated issuer, EOTT filed periodic public reports with the SEC, the NYSE and the NASDAQ;
- c. EOTT regularly communicated with public investors via established market communication mechanisms, including through regular disseminations of press releases on the national circuits of major newswire services and through other wide-ranging public disclosures, such as communications with the financial press and other similar reporting services; and
- d. EOTT was followed by several securities analysts employed by major brokerage firms who wrote reports, which were distributed to the sales force and certain customers of their respective brokerage firms. Each of these reports was publicly available and entered the public marketplace.

64. As a result of the foregoing, the market for EOTT's units promptly digested current information regarding the Company from all publicly available sources and reflected such

information in EOTT's unit price. Under these circumstances, all purchasers of the Company's common units during the Class Period are entitled to a presumption of reliance because they all suffered similar injury through their purchase of the Company's common units at artificially inflated prices.

NO SAFE HARBOR

65. The statutory safe harbor provided for forward-looking statements under certain circumstances does not apply to any of the allegedly false statements pleaded in this complaint. Many of the specific statements pleaded herein were not identified as "forward-looking statements" when made. To the extent there were any forward-looking statements, there were no meaningful cautionary statements identifying important factors that could cause actual results to differ materially from those in the purportedly forward-looking statements. Alternatively, to the extent that the statutory safe harbor does apply to any forward-looking statements pleaded herein, the Individual Defendants are liable for those false forward-looking statements because at the time each of those forward-looking statements was made, the particular speaker knew that the particular forward-looking statement was false, and/or the forward-looking statement was authorized and/or approved by an executive officer of EOTT who knew that those statements were false when made.

FIRST CLAIM

Violation Of Section 10(b) Of The Exchange Act And Rule 10b-5 Promulgated Thereunder Against All Defendants

66. Plaintiff repeats and realleges each and every allegation contained above as if fully set forth herein.

67. During the Class Period, the Individual Defendants each carried out a plan, scheme and course of conduct which was intended to and did: (i) deceive the investing public, including plaintiff and other Class members, as alleged herein; (ii) artificially inflate and maintain the market price of EOTT's common units; and (iii) cause plaintiff and other members of the Class to purchase the Company's common units at artificially inflated prices. In furtherance of this unlawful scheme, plan and course of conduct, the Individual Defendants acted as set forth herein.

68. Defendants (1) employed devices, schemes, and artifices to defraud; (2) made untrue statements of material fact and/or omitted to state material facts necessary to make the statements not misleading; and (3) engaged in acts, practices, and a course of business which operated as a fraud and deceit upon the purchasers of the Company's securities in an effort to maintain artificially high market prices for EOTT's securities in violation of Section 10(b) of the Exchange Act and Rule 10b-5. The Individual Defendants are sued either as primary participants in the wrongful and illegal conduct charged herein and as controlling persons as alleged below.

69. In addition to the duties of full disclosure imposed on the Individual Defendants as a result of their dissemination of affirmative statements, or participation in the making of affirmative statements to the investing public, the Individual Defendants had a duty to promptly disseminate truthful information that would be material to investors in compliance with the integrated disclosure provisions of the SEC as embodied in SEC Regulation S-X (17 C.F.R. Sections 210.01 et seq.) and Regulation S-K (17 C.F.R. Sections 229.10 et seq.) and other SEC regulations, including accurate and truthful information with respect to the Company's operations, financial condition and earnings so that the market price of the Company's securities would be based on truthful, complete and accurate information.

70. The Individual Defendants, individually and in concert, directly and indirectly, by the use, means or instrumentalities of interstate commerce and/or of the mails, engaged and participated in a continuous course of conduct to conceal adverse material information about the business, operations and future prospects of EOTT as specified herein.

71. These defendants employed devices, schemes and artifices to defraud, while in possession of material adverse non-public information and engaged in acts, practices, and a course of conduct as alleged herein in an effort to assure investors of EOTT's value and performance and continued substantial growth, which included the making of, or the participation in the making of, untrue statements of material facts and omitting to state material facts necessary in order to make the statements made about EOTT and its business operations and future prospects in the light of the circumstances under which they were made, not misleading, as set forth more particularly herein, and engaged in transactions, practices and a course of business which operated as a fraud and deceit upon the purchasers of EOTT's common units during the Class Period.

72. Each of the Individual Defendants' primary liability, and controlling person liability, arises from the following facts: (i) the Individual Defendants were high-level executives and/or directors at the Company during the Class Period and members of the Company's management team or had control thereof; (ii) each of the Individual Defendants, by virtue of his responsibilities and activities as a senior officer and/or director of the Company was privy to and participated in the creation, development and reporting of the Company's internal budgets, plans, projections and/or reports; (iii) each of the Individual Defendants enjoyed significant personal contact and familiarity with the other defendants and was advised of and had access to other members of the Company's management team, internal reports and other data and information about the Company's finances,

operations, and sales at all relevant times; and (iv) each of the Individual Defendants were aware of the Company's dissemination of information to the investing public which they knew or recklessly disregarded was materially false and misleading.

73. The Individual Defendants had actual knowledge of the misrepresentations and omissions of material facts set forth herein, or acted with reckless disregard for the truth in that they failed to ascertain and to disclose such facts, even though such facts were available to them. Defendants' material misrepresentations and/or omissions were knowingly or recklessly made for the purpose and effect of concealing EOTT's operating condition and future business prospects from the investing public and artificially inflated the price of its securities. If the Individual Defendants did not have actual knowledge of the misrepresentations and omissions alleged, they were at the very least reckless in failing to obtain such knowledge by deliberately refraining from taking the steps necessary to determine whether those statements were false or misleading.

74. As a result of the dissemination of the materially false and misleading information and failure to disclose material facts, the market price of EOTT's common units was artificially inflated during the Class Period. Plaintiff and other members of the Class did not know that the market price of EOTT's publicly-traded securities was artificially inflated, and directly or indirectly relied on either the false and misleading statements made by defendants, or on the integrity of the NYSE and the NASDAQ, and/or on the absence of material adverse information that was known to or recklessly disregarded by defendants but not disclosed in public statements by defendants during the Class Period. Plaintiff and the other members of the Class acquired EOTT's common units during the Class Period at artificially high prices based on their reliance and were damaged thereby.

75. At the time the Individual Defendants disseminated the misrepresentations and omissions complained of herein, plaintiff and other members of the Class were ignorant of their falsity, and believed them to be true. Had plaintiff and the other members of the Class and the marketplace known of the true financial condition and business prospects of EOTT, which were not disclosed by the Individual Defendants, plaintiff and other members of the Class would not have purchased or otherwise acquired EOTT common units, or would not have purchased them at the artificially inflated prices which they actually paid.

76. By virtue of the foregoing, the Individual Defendants have violated Section 10(b) of the Exchange Act, and Rule 10b-5 promulgated thereunder.

77. As a direct and proximate result of the Individual Defendants' wrongful conduct, plaintiff and the other members of the Class suffered damages in connection with their purchases and sales of the Company's common units during the Class Period.

SECOND CLAIM

Violation Of Section 20(a) Of The Exchange Act Against Individuals Defendants

78. Plaintiff repeats and realleges each and every allegation contained above as if fully set forth herein.

79. The Individual Defendants acted as controlling persons of EOTT within the meaning of Section 20(a) of the Exchange Act. By virtue of their high-level positions, and their ownership and contractual rights, participation in and/or awareness of the Company's operations, the Individual Defendants had the power to influence and control and did influence and control, directly or indirectly, the decision-making of the Company, including the content and dissemination of the

various statements which plaintiff contends are false and misleading. The Individual Defendants were provided with, or had unlimited access to, copies of the Company's reports, press releases, public filings and other statements alleged by plaintiff to be misleading prior to and/or shortly after these statements were issued and had the ability to prevent the issuance of the statements or cause the statements to be corrected.

80. In particular, each of these defendants had direct and supervisory involvement in the day-to-day operations of the Company and, therefore, are presumed to have had the power to control or influence the particular transactions giving rise to the securities violations as alleged herein, and exercised the same.

81. As set forth above, the Individual Defendants each violated Section 10(b) and Rule 10b-5 by their acts and omissions as alleged in this Complaint. By virtue of their positions as controlling persons, the Individual Defendants are liable pursuant to Section 20(a) of the Exchange Act. As a direct and proximate result of the Individual Defendants' wrongful conduct, plaintiff and other members of the Class suffered damages in connection with their purchases of the Company's common units during the Class Period.

WHEREFORE, plaintiff prays for relief and judgment, as follows:

1. Determining that this action is a proper class action, designating plaintiff as Lead Plaintiff and certifying plaintiff as a class representative under Rule 23 of the Federal Rules of Civil Procedure and plaintiff's counsel as Lead Counsel;
2. Awarding compensatory damages in favor of plaintiff and the other Class members against all defendants, jointly and severally, for all damages sustained as a result of defendants' wrongdoing, in an amount to be proven at trial, including interest thereon;

3. Awarding plaintiff and the Class their reasonable costs and expenses incurred in this action, including counsel fees and expert fees; and

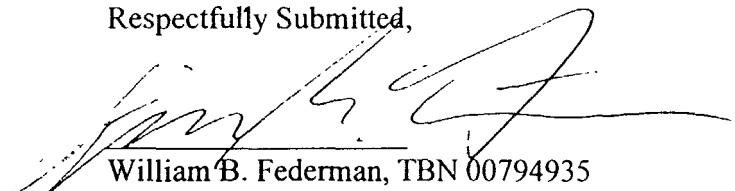
4. Such other and further relief as the Court may deem just and proper.

JURY TRIAL DEMANDED

Plaintiff hereby demands a trial by jury.

DATED: February 10, 2003
Houston, Texas

Respectfully Submitted,



William B. Federman, TBN 00794935
S.D. 21540

FEDERMAN & SHERWOOD
120 N. Robinson, Suite 2720
Oklahoma City, OK 73102
(405) 235-1560/Fax (405) 239-2112
Wfederman@aol.com

- and -

2926 Maple Avenue, Suite 200
Dallas, TX 75201
(214) 696-1100/Fax (214) 740-0112

LOCAL COUNSEL

**CAULEY GELLER BOWMAN
& COATES, LLP**

S. Gene Cauley
Randall K. Pulliam
P.O. Box 25438
Little Rock, Arkansas 72221
(501) 312-8500

LEAD COUNSEL

Caulley Geller Bowman & Coates, LLP
One Boca Place
2255 Glades Road, Suite 421A
Boca Raton, FL 33431
(561) 750-3000
(561) 750-3364 Facsimile

**CERTIFICATION OF NAMED PLAINTIFF
PURSUANT TO FEDERAL SECURITIES LAWS**

LILA WARD ("Plaintiff") (through RON WARD, as Power of Attorney), declares as to the claims asserted, or to be asserted, under the federal securities laws, that:

1. Plaintiff has reviewed the EOTT Energy Partners, L.P. complaint and authorized its filing.
2. Plaintiff did not purchase any common stock/securities that are the subject of this action at the direction of Plaintiff's counsel or in order to participate in any private action under the federal securities laws.
3. Plaintiff is willing to serve as a representative party on behalf of the class, including providing testimony at deposition and trial, if necessary. I understand that this is not a claim form, and that my ability to share in any recovery as a member of the class is not dependent upon execution of this Plaintiff Certification.
4. The following includes all of Plaintiff's transactions during the Class Period specified in the complaint for the common stock/securities that are the subject of this action:

<u>SECURITY</u> (Common Stock, Call, Put, Bonds)	<u>TRANSACTION</u> (Purchase, Sale)	<u>QUANTITY</u>	<u>TRADE</u> <u>DATE</u>	<u>PRICE PER</u> <u>SHARE/SECURITY</u>
EOTPO	Purchased	500 shares	9/19/01	\$21/share

Please list additional transactions on a separate sheet if necessary.

5. Plaintiff has not sought to serve or served as a representative party for a class in an action filed under the federal securities laws within the past three years, unless otherwise stated in the space below:
6. Plaintiff will not accept any payment for serving as a representative party on behalf of the class beyond Plaintiff's pro rata share of any recovery, except such reasonable costs and expenses (including lost wages) directly relating to this representation of the class as ordered or approved by the court.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 21 day of January, 2002.


Ron Ward, As Power of Attorney for Lila Ward
(Signature)

EXHIBIT B

LAWSUIT FILED AGAINST EOTT ENERGY PARTNERS COMPANY

Notice is hereby given that a class action was filed on February 11, 2003 in the United States District Court for the Southern District of Texas, Houston Division, case number H-03-0484, on behalf of a class (the "Class") of all persons who purchased or otherwise acquired shares of Eott Energy Partners, L.P. ("Eott" or the "Company") between July 2, 2001 and January 22, 2002, inclusive (the "Class Period")

The complaint alleges violations of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934. Specifically, the suit alleges that during the Class Period the Company disseminated false and misleading statements regarding Eott's financial performance and future prospects and substantially overstated the price of the Company's common units.

If you bought shares of Eott during the Class Period and wish to be a lead plaintiff, you may, no later than April 29, 2003, request the Court appoint you. A lead plaintiff is a representative party that acts on behalf of other class members in directing the litigation. In order to serve as lead plaintiff, however, you must meet certain legal requirements. You may contact counsel of your choice or counsel representing the plaintiffs that filed suit. The plaintiffs are represented by Cauley Geller Bowman Coates & Rudman, LLP, a firm with expertise in prosecuting investor class actions and extensive experience in actions involving financial fraud. Importantly, your ability to share in any recovery in the event of a settlement or judgment favorable to the Class is not dependent upon your seeking to become a lead plaintiff.

If you wish to discuss this action or have any questions concerning this notice or your rights or interests, please contact

CAULEY GELLER BOWMAN COATES & RUDMAN, LLP
Client Relations Department
Jackie Addison, Heather Gann or Sue Null
P.O. Box 25438, Little Rock, AR 72221-5438
Toll Free 1-888-551-9944
E-mail info@cauleygeller.com

EXHIBIT C

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Avg. closing price (for shares held) \$7.8689		Avg closing price: 01/213/02 - 04/22/02 (90 day max)									
Last Name	First Name	Shares Bought				Shares Sold				Total Gain/Loss	
		# of Shares	Date	\$ Per Share		# of Shares	Date	\$ Per Share			
Henry	Sam E. & Gerald	100	09/05/01	\$19.9400		1000	09/25/01	\$20.0000			
Henry	Sam E. & Gerald	900	09/05/01	\$20.0500		1000	11/29/01	\$14.1500			
Henry	Sam E. & Gerald	1000	09/10/01	\$21.3500		1000	12/03/01	\$8.2300			
Henry	Sam E. & Gerald	500	09/10/01	\$21.8000		500	12/04/01	\$11.9300			
Henry	Sam E. & Gerald	1000	09/17/01	\$22.7000		4100	09/16/02	\$1.2500			
Henry	Sam E. & Gerald	1000	09/24/01	\$19.7500		400	09/16/02	\$1.2500			
Henry	Sam E. & Gerald	1000	09/26/01	\$19.7000		5000	09/16/02	\$1.3000			
Henry	Sam E. & Gerald	1200	09/26/01	\$19.6000							
Henry	Sam E. & Gerald	400	09/26/01	\$19.6000							
Henry	Sam E. & Gerald	400	09/26/01	\$19.6000							
Henry	Sam E. & Gerald	500	09/27/01	\$19.5000							
Henry	Sam E. & Gerald	500	09/27/01	\$19.5000							
Henry	Sam E. & Gerald	1000	09/28/01	\$19.9500							
Henry	Sam E. & Gerald	1000	10/03/01	\$19.8400							
Henry	Sam E. & Gerald	1000	10/04/01	\$19.9500							
Henry	Sam E. & Gerald	500	10/08/01	\$21.1000							
Henry	Sam E. & Gerald	1000	10/08/01	\$21.0000						(\$203,959.00)	
Schultz	Melvin H. & Elsie M.	3000	12/31/01	\$15.1100		10000	10/04/02	\$1.1600		(\$41,850.00)	
Zigan	Theodore & Karen L.	4000	12/03/01	\$13.2200		100	12/14/01	\$13.8800			
Zigan	Theodore & Karen L.	2000	01/10/02	\$14.8400		100	12/14/01	\$13.8800			
Zigan	Theodore & Karen L.	400	01/10/02	\$14.8600		12000	12/23/02	\$0.1300			
Zigan	Theodore & Karen L.	200	01/10/02	\$14.8400							
Zigan	Theodore & Karen L.	200	01/10/02	\$14.8400							
Zigan	Theodore & Karen L.	100	01/10/02	\$14.8400							
Zigan	Theodore & Karen L.	100	01/10/02	\$14.8400							
Zigan	Theodore & Karen L.	100	01/10/02	\$14.8400							
Zigan	Theodore & Karen L.	100	01/10/02	\$14.8400							
Zigan	Theodore & Karen L.	100	01/10/02	\$14.8400							
Zigan	Theodore & Karen L.	2000	01/22/02	\$10.0500							
Zigan	Theodore & Karen L.	2000	01/22/02	\$10.0200							

Last Name		First Name		Shares Bought			Shares Sold			Total Gain/Loss
				# of Shares	Date	\$ Per Share	# of Shares	Date	\$ Per Share	
Zigan		Theodore	& Karen L.	1000	01/22/02	\$10.0000				(\$146,180.00)
TOTALS				28200			35200			(\$391,989.00)

EXHIBIT D

Cauley Geller Bowman Coates & Rudman, LLP
P.O. Box 25438
Little Rock, AR 72221-5438
(501) 312-8500
(501) 312-8505 Facsimile

**CERTIFICATION OF NAMED PLAINTIFF
PURSUANT TO FEDERAL SECURITIES LAWS**

(Your Name) ("Plaintiff"), declares as to the claims asserted, or to be asserted, under the federal securities laws, that:

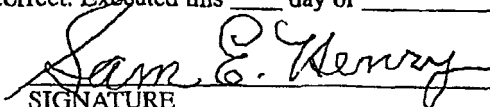
1. Plaintiff has reviewed the **Eott Energy Partners, L.P.** complaint and authorized its filing.
2. Plaintiff did not purchase any common stock/securities that are the subject of this action at the direction of Plaintiff's counsel or in order to participate in any private action under the federal securities laws.
3. Plaintiff is willing to serve as a representative party on behalf of the class, including providing testimony at deposition and trial, if necessary. I understand that this is not a claim form, and that my ability to share in any recovery as a member of the class is not dependent upon execution of this Plaintiff Certification.
4. The following includes all of Plaintiff's transactions during the Class Period specified in the complaint for the common stock/securities that are the subject of this action:

SECURITY (Common Stock, Call, Put, Bonds)	TRANSACTION (Purchase, Sale)	QUANTITY	TRADE DATE	PRICE PER SHARE/SECURITY
See Attached Schedule	Schedule A			

Please list additional transactions on a separate sheet if necessary.

5. Plaintiff has not sought to serve or served as a representative party for a class in an action filed under the federal securities laws within the past three years, unless otherwise stated in the space below:
6. Plaintiff will not accept any payment for serving as a representative party on behalf of the class beyond Plaintiff's pro rata share of any recovery, except such reasonable costs and expenses (including lost wages) directly relating to the representation of the class as ordered or approved by the court.

I declare under penalty of perjury that the foregoing is true and correct. Executed this ____ day of _____, 2003.


SIGNATURE

Schedule A

Last Name	First Name	Shares Bought			Shares Sold		
		# of Shares	Date	\$ Per Share	# of Shares	Date	\$ Per Share
Henry	Sam E. & Gerald	100	09/05/01	\$19.9400	1000	09/25/01	\$20.0000
Henry	Sam E. & Gerald	900	09/05/01	\$20.0500	1000	11/29/01	\$14.1500
Henry	Sam E. & Gerald	1000	09/10/01	\$21.3500	1000	12/03/01	\$8.2300
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Henry	Sam E. & Gerald	1000	09/24/01	\$19.7500	400	09/16/02	\$1.2500
Henry	Sam E. & Gerald	1000	09/26/01	\$19.7000	5000	09/16/02	\$1.3000
Henry	Sam E. & Gerald	1200	09/26/01	\$19.6000			
Henry	Sam E. & Gerald	400	09/26/01	\$19.6000			
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Henry	Sam E. & Gerald	1000	09/28/01	\$19.9500			
Henry	Sam E. & Gerald	1000	10/03/01	\$19.8400			
Henry	Sam E. & Gerald	1000	10/04/01	\$19.9500			
Henry	Sam E. & Gerald	500	10/08/01	\$21.1000			
Henry	Sam E. & Gerald	1000	10/08/01	\$21.0000			

Cauley Geller Bowman Coates & Rudman, LLP
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Little Rock, AR 72221-5438
(501) 312-8500
(501) 312-8505 Facsimile

**CERTIFICATION OF NAMED PLAINTIFF
PURSUANT TO FEDERAL SECURITIES LAWS**

TED ZIGAN ("Plaintiff"), declares as to the claims asserted, or to be asserted, under the federal securities laws, that:
(Your Name)

1. Plaintiff has reviewed the **Eott Energy Partners, L.P.** complaint and authorized its filing.
2. Plaintiff did not purchase any common stock/securities that are the subject of this action at the direction of Plaintiff's counsel or in order to participate in any private action under the federal securities laws.
3. Plaintiff is willing to serve as a representative party on behalf of the class, including providing testimony at deposition and trial if necessary. I understand that this is not a claim form, and that my ability to share in any recovery as a member of the class is no dependent upon execution of this Plaintiff Certification.
4. The following includes all of Plaintiff's transactions during the Class Period specified in the complaint for the common stock/securities that are the subject of this action:

SECURITY (Common Stock, Call, Put, Bonds)	TRANSACTION (Purchase, Sale)	QUANTITY	TRADE DATE	PRICE PER SHARE/SECURITY
SEA 197XCHES				

Please list additional transactions on a separate sheet if necessary.

5. Plaintiff has not sought to serve or served as a representative party for a class in an action filed under the federal securities law within the past three years, unless otherwise stated in the space below:

6. Plaintiff will not accept any payment for serving as a representative party on behalf of the class beyond Plaintiff's pro rata share of any recovery, except such reasonable costs and expenses (including lost wages) directly relating to the representation of the class as ordered or approved by the court.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 13 day of March, 200

Ted Zigan
SIGNATURE

DATE	TRAN	QTY	DESCRIPTION	PRICE	NET AMOUNT
12/03/01	BOT	4000	EOTT ENERGY PRTNRS L.P.	13.22	52,880.00
12/14/01	SLD	100	EOTT ENERGY PRTNRS L.P.	13.88	1,387.95
12/14/01	SLD	100	EOTT ENERGY PRTNRS L.P.	13.88	1,387.95
01/10/02	BOT	2000	EOTT ENERGY PRTNRS L.P.	14.84	29,680.00
01/10/02	BOT	400	EOTT ENERGY PRTNRS L.P.	14.86	5,944.00
01/10/02	BOT	200	EOTT ENERGY PRTNRS L.P.	14.84	2,968.00
01/10/02	BOT	200	EOTT ENERGY PRTNRS L.P.	14.84	2,968.00
01/10/02	BOT	100	EOTT ENERGY PRTNRS L.P.	14.84	1,484.00
01/10/02	BOT	100	EOTT ENERGY PRTNRS L.P.	14.84	1,484.00
01/10/02	BOT	100	EOTT ENERGY PRTNRS L.P.	14.84	1,484.00
01/10/02	BOT	100	EOTT ENERGY PRTNRS L.P.	14.84	1,484.00
01/22/02	BOT	2000	EOTT ENERGY PRTNRS L.P.	10.05	20,100.00

BKS 343 029749 071 FOUN 3/12/03 FOUNALP682001110710111130013

DATE	TRAN	QTY	DESCRIPTION	PRICE	NET AMOUNT
01/22/02	BOT	2000	EOTT ENERGY PRTNRS L.P.	10.02	20,040.00
01/22/02	BOT	1000	EOTT ENERGY PRTNRS L.P.	10.00	10,000.00
08/15/02	IFT-	7000	EOTT ENERGY PRTNRS L.P.	0.00
08/15/02	IFT+	7000	EOTT ENERGY PRTNRS L.P.	0.00
12/23/02	SLD	12000	EOTT ENERGY PRTNRS L.P.	0.13	1,559.95

Cauley Geller Bowman Coates & Rudman, LLP
P.O. Box 25438
Little Rock, AR 72221-5438
(501) 312-8500
(501) 312-8505 Facsimile

**CERTIFICATION OF NAMED PLAINTIFF
PURSUANT TO FEDERAL SECURITIES LAWS**

Melvin H. Schulz &
Elsie M. Schulz
(Your Name)

"Plaintiff"), declares as to the claims asserted, or to be asserted, under the federal securities laws, that:

1. Plaintiff has reviewed the Eott Energy Partners, L.P. complaint and authorized its filing.
2. Plaintiff did not purchase any common stock/securities that are the subject of this action at the direction of Plaintiff's counsel or in order to participate in any private action under the federal securities laws.
3. Plaintiff is willing to serve as a representative party on behalf of the class, including providing testimony at deposition and trial, if necessary. I understand that this is not a claim form, and that my ability to share in any recovery as a member of the class is not dependent upon execution of this Plaintiff Certification.
4. The following includes all of Plaintiff's transactions during the Class Period specified in the complaint for the common stock/securities that are the subject of this action:

SECURITY (Common Stock, Call, Put, Bonds)	TRANSACTION (Purchase, Sale)	QUANTITY	TRADE DATE	PRICE PER SHARE/SECURITY
Common Stock	Purchase	2000 Shs	05-22-01	18.61
Common Stock	Purchase	3000 Shs	12-31-01	15.11
Common Stock	Purchase	5000 Shs	05-15-02	6.15
Common Stock	Sale	10000 Shs	10-04-02	1.16
Common Stock	Purchase	5000 Shs	03-07-02	7.50
Common Stock	Sale	5000 Shs	10-07-02	1.01
Common Stock	Purchase	1500 Shs	04-05-02	7.16
Common Stock	Purchase	3500 Shs	04-05-02	7.15
Common Stock	Sale	800 Shs	10-10-02	1.02
Common Stock	Sale	4200 Shs	10-10-02	1.03
Common Stock	Purchase	2000 Shs	05-10-01	17.25
Common Stock	Purchase	2000 Shs	05-15-02	6.00
Common Stock	Sale	4000 Shs	10-07-02	1.00

as ordered or approved by the court.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 3rd day of April, 2003.

Melvin H. Schulz
Elsie M. Schulz
SIGNATURE

EXHIBIT E



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Cauley Geller is a national law firm that represents investors and consumers in class action and corporate governance litigation. It is one of the country's premiere firms in the area of securities fraud, with in-house finance and forensic accounting specialists and extensive trial experience. Since its founding, Cauley Geller has recovered in excess of two billion dollars on behalf of aggrieved shareholders and consumers.

The attorneys at Cauley Geller are uniquely qualified to prosecute complex accounting and financial fraud cases. Several of the firm's attorneys are CPAs, MBAs, or otherwise have Big Five accounting experience. The firm's reputation for excellence in accounting fraud and other complex class actions has been recognized on repeated occasions by Federal and State Court Judges who have appointed the firm to serve as lead or co-lead counsel in numerous cases pending throughout the country.

In addition to its strong personnel, Cauley Geller is well-capitalized, allowing it to dedicate considerable resources and to advance expenses on a contingency fee basis to the fullest extent necessary to achieve the best possible result for class members. As a result of its successful track record and strong capitalization, the firm enjoys a high level of respect and credibility with the defense bar and insurance carriers that often defend and insure corporations and their officers and directors.

As a firm, Cauley Geller values practicing in a small environment where professional and personal interaction among the partners, associates, paralegals, accounting staff, and other personnel allow for a true "team approach" to litigation strategy that fosters an energetic exchange of ideas. The firm believes its size allows for a greater degree of independence, flexibility and satisfaction than a large firm environment, without sacrificing the quality of representation necessary to achieve successful results for its clients.

The Firm's Partners

S. GENE CAULEY is a partner in the Little Rock office of the firm.

Mr. Cauley is a graduate of Vanderbilt University School of Law where he was an oralist on the Jessup International Moot Court Team and represented Vanderbilt in numerous appellate argument competitions. Mr. Cauley graduated *summa cum laude* from the University of Arkansas, where he was named the Outstanding Student in Finance and received the Presidential Scholar Award as the top third-year student in the entire College of Business Administration.

Mr. Cauley has substantial jury trial and arbitration experience representing both plaintiffs and

defendants, and has argued successfully before the Arkansas Supreme Court. Mr. Cauley is a recognized authority on class action procedure and served as a guest lecturer on class actions at the Arkansas Trial Lawyers 1999 Annual Convention and, thereafter, was asked to give an encore presentation at the Arkansas Trial Lawyers "Best of CLE, 2000." Mr. Cauley has published an article on class action procedure entitled "Life After Baker v. Wyeth Aherst and Arthur v. Zearley: What Is The Landscape For Class Actions In Arkansas State Court?" The ATLA Docket, Summer 1999.

Mr. Cauley is licensed to practice in the State of Arkansas, the Eastern and Western Districts of Arkansas, the District Court of Arizona and the United States Court of Appeals for the Sixth Circuit, Eighth Circuit and Eleventh Circuit. In addition to these courts and jurisdictions, Mr. Cauley regularly works on cases with local counsel throughout the country.

For the last eight years, Mr. Cauley has concentrated his practice in the area of complex commercial litigation, with a particular emphasis on securities and consumer fraud litigation. Mr. Cauley currently serves as Lead Counsel, Co-Lead Counsel, or on the Executive Committee of Counsel in multiple pending class actions and shareholder derivative litigations throughout the United States. A representative sample of these actions includes: In re NewPower Holdings Securities Litigation, U.S.D.C., Southern District of New York, No. 02civ1550 (CLB); In re Loral Space & Communication Ltd. Securities Litigation, U.S.D.C., Southern District of New York, No. 01-CV-4388 (JGK); Marc Abrams v. Baxter International, Inc., et al., U.S.D.C., Northern District of Illinois, No. 02 C 5742; Paul L. Ruble, et al. v. Rural Metro Corp., et al., U.S.D.C., District of Arizona, No. CIV-99-822-PHX-RGS; and Martin Fogel v. Information Management Associates, Inc., U.S.D.C., District of Connecticut, No. 3:00-CV-135 (AWT) (\$4.1 million proposed settlement).

Examples of recent class actions in which Mr. Cauley played a significant role in achieving a substantial settlement include: Lynne H. Sinay, et al. v. Boron Lepore & Associates, Inc., et al., U.S.D.C., District of New Jersey, No. 99-2231 (\$4.7 million settlement); Isabel J. Griffin v. Medpartners, Inc., Cir. Ct. of Jefferson Cty., Alabama No.: 98-00297 (a case arising out of an initial public offering of securities which settled recently for \$65 million, of which \$25 million was allocated to the class of shareholders represented specifically by Mr. Cauley); State of Wisconsin Investment Board, et al. v. Harold Ruttenberg, et al. (Just For Feet), U.S.D.C., Northern District of Alabama, Southern Division, No. CV 99-BU-3097-S (Court Appointed Special Counsel; \$34 million settlement); Trinity Holdings Corp. v. Sirrom Capital Corporation, et al., U.S.D.C., Middle Dist. of Tennessee, Nashville Div. No. 3-98-0643 (a case which settled for \$15 million and in which Mr. Cauley was on the Executive Committee of plaintiffs' lawyers); Bill Koplovitz, et al. v. Plains Resources, Inc., et al., U.S.D.C., Southern District of Texas, Houston Division, No. H-99-4212 (Lead Counsel; \$5.4 million settlement); In Re: PaineWebber Limited Partnerships Litigation, No. 94 CIV 8546 (CSH) (S.D.N.Y. 1994) (a case involving the sale of limited partnerships by PaineWebber which resulted in a settlement of \$200 million);

Nasdaq Market-Makers Antitrust Litigation, U.S.D.C. Southern District of New York, No. CIV-94-3996 (an antitrust case against several market-makers which recently settled for over \$1 billion); and Dasburg, S.A. v. Corrections Corporation of America, et al., Court of the Chancery for the State of Tennessee, 20th Judicial Dist., Davidson Cty., No. 98-2391-III (proposed settlement of \$11.5 million in cash and stock); John Neiger v. Doctor Crants, et al., U.S.D.C., Middle Dist. of Tennessee, Nashville Division, No. 3-99-1205 (proposed settlement of \$11.5 million in cash and stock.)

PAUL J. GELLER is a partner in the Boca Raton office of the firm.

Mr. Geller earned his Bachelor of Science Degree in Psychology from the University of Florida, where he was a member of the University Honors Program. Mr. Geller then earned his law degree, with Highest Honors, from Emory University School of Law. At Emory, Mr. Geller was an Editor of the Law Review, was inducted into the *Order of the Coif* legal honor society, and was awarded multiple American Jurisprudence Book Awards for earning the highest grade in the school in a dozen courses. Before concentrating his practice on the prosecution of class actions in 1996, Mr. Geller spent several years as a commercial litigator with one of the largest corporate law firms in the country, where he defended complex class actions.

Recently, Paul was named one of the National Law Journals's "40 under 40"—an honor that the well known legal periodical bestows upon forty of "the most successful young litigators in America." The July 29, 2002 issue stated that "each attorney on this list has had substantial success already and is expected to lead the nation's litigation bar for decades to come."

A substantial portion of Mr. Geller's practice is devoted to representing shareholders in connection with losses suffered as a result of violations of federal and state securities laws. These class actions typically involve issues such as misrepresentations in connection with public offerings, accounting fraud, illegal market manipulation, and insider trading. Also in the securities law area, Mr. Geller is active in the representation of public shareholders of companies whose shares are acquired through leveraged buyouts, mergers, acquisitions, tender offers, and other corporate restructurings. Mr. Geller has served as Lead or Co-Lead Counsel in representing the public shareholders of many corporations in challenging the fairness of such transactions, the adequacy of disclosures made in connection with the transactions, and the price offered to shareholders for their equity. These lawsuits have resulted in the restructuring of scores of corporate transactions and the recovery of hundreds of millions of dollars in additional compensation for shareholders. For example, Mr. Geller recently served as Lead Counsel for a class of shareholders of Intermedia Communications, Inc. in challenging a proposed buyout by WorldCom, Inc. As a result of the prosecution and settlement of the lawsuit, Intermedia shareholders received an additional \$30 million in compensation for their shares. In re Intermedia Shareholder Litigation, Thirteenth Judicial Circuit, Hillsborough County, Florida, No. 000-8844.

In addition to securities lawsuits, Mr. Geller has significant experience with consumer fraud and antitrust litigation. Mr. Geller has served as class counsel in cases against some of the nation's largest insurance companies, challenging the practice of marketing and selling "vanishing premium" life insurance policies. Mr. Geller was actively involved (and was personal counsel to the Lead Plaintiff) in a widely followed class action against one of the largest credit card companies in the nation, Advanta, over the increasing of interest rates on supposedly "fixed rate" credit cards. That case, Stoddard v. Advanta, Superior Court, New Castle County, Delaware, No 97C-08-206 (VAB), recently settled for over \$10 million. In another consumer class action, Mr. Geller served as counsel to one of the Lead Plaintiffs in the In re American Family Publishers Sweepstakes litigation, which asserted that a national sweepstakes contest used in connection with the sale of magazine subscriptions was deceptive. The AFP litigation settled in December 1999 for over \$32 million.

Mr. Geller is also involved in many antitrust and mass tort class actions. For example, Mr. Geller serves as one of the members of the Plaintiffs Steering Committee in In re Baycol Products Litigation, MDL No. 1431, District of Minnesota, a nationally publicized case involving a recalled drug.

During the past few years, several of Mr. Geller's cases have received regional and national press coverage. Mr. Geller has appeared on CNN's Headline News, CNN's Moneyline with Lou Dobbs ABC, NBC, and FOX network news programs. Mr. Geller's cases have also been covered by newspapers and magazines such as the New York Times, the Wall Street Journal, the Washington Post, The Arizona Republic, The San Diego Union, U.S. News & World Report, Smart Money, Self, Business Week, the Palm Beach Post, and the Daily Business Review.

Mr. Geller is or has been a member of the Association of Trial Lawyers of America, the American Bar Association, the Palm Beach County Bar Association (former Member of Bar Grievance Committee) and the South Palm Beach County Bar Association (former Co-Chair of Pro Bono Committee).

CURTIS L. BOWMAN is a partner in the Little Rock office of the firm.

Mr. Bowman earned his Bachelor of Science Degree in Accounting from the University of Arkansas in May of 1981, where he was recognized as the Outstanding Accounting Student in his class. Mr. Bowman completed the CPA exam in May 1981 and worked as an accountant with Price Waterhouse until August 1983. Mr. Bowman then earned his law degree with Highest Honors from the University of Arkansas, Little Rock School of Law, where he was an Editor of the Law Review and received multiple American Jurisprudence Book Awards for earning the highest grade in the school in several courses.

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In October 1986, upon completing the Bar, Mr. Bowman began his legal career with the Department of Justice Honors Program, a program created by Attorney General Robert Kennedy. Mr. Bowman worked for the Tax Division of the Department of Justice, in Washington, D.C. until October 1990. During his tenure with the DOJ, Mr. Bowman tried dozens of cases involving diverse and complex issues including tax fraud, amortization of core deposit intangibles, "Bivens" actions and judicial review ability of governmental action. While at the Justice Department, Mr. Bowman litigated a matter making it clear that certain action or inaction on the part of the Internal Revenue Service Commissioner is not subject to judicial review. See Horton Homes, Inc. v. United States of America, 727 F. Supp. 1450 (1990), affirmed by the Eleventh Circuit Court of Appeals and subsequently overturned prospectively by Congress. During his tenure at the Justice Department, Mr. Bowman was recognized as the "Outstanding Attorney" of the Tax Division (nationwide).

In 1990, Mr. Bowman returned to Little Rock, Arkansas where he began his private practice of law with the firm of Jack, Lyon & Jones, P.A. In 1993, Mr. Bowman became a partner of Jack, Lyon & Jones and was head of the firm's complex commercial and white collar defense litigation sections. Over the past ten years, Mr. Bowman has been involved in a number of high profile cases, including the successful defense of ABC/20-20 in an action brought by Tyson's seeking to enjoin ABC from filming various chicken plants, and most recently in the criminal defense of a complex "Whitewater" matter wherein the former governor of Arkansas and his attorney were indicted by the Whitewater prosecutor, Kenneth Starr. In that case, United States of America v. John H. Haley, et al., 898 F. Supp. 654, Haley and Tucker successfully argued to the District Court that Kenneth Starr had exceeded his jurisdiction in prosecuting citizens of the State of Arkansas as opposed to officers of the Executive Branch with whom Attorney General Reno had a conflict of interest. That case was subsequently reversed by the Eight Circuit Court of Appeals.

Mr. Bowman's litigation experience is broad and includes both the prosecution and defense of cases on behalf of individuals and classes involving death penalty matters; common law civil fraud; securities fraud; RTC savings and loan litigation; general commercial litigation; white collar crime; and tax matters. Mr. Bowman's class action experience includes the successful defense of a string of related class actions brought against Rapid Acceptance Corporation alleging that Rapid had charged consumers an amount of interest in excess of the amount allowed by law. Mr. Bowman also has brought and tried various class actions on behalf of citizens claiming that various cities, counties and the State of Arkansas have illegally enacted various income and sales taxes. See Western Foods v. Pulaski County and the Dept. of Finance and Administration, 338 Ark. 140 (1999) and Fulmer v. Dept. of Finance and Administration (still pending in the Pulaski County Chancery Court, Fifth Division, No. 95-0898). Mr. Bowman is also actively involved in many of the Firm's securities class actions, particularly those involving accounting fraud, and is taking the lead role for the Firm in such cases as Rosa E. Garza, et al. v. J.D. Edwards & Co., et al., U.S.D.C., District of Colorado, 99-N-1744, (proposed settlement of \$15 million, wherein Mr. Bowman served as co-lead counsel); Betty M. Lynch v.

JDN Realty Corp., et al, U.S.D.C., N.D. Ga., Atlanta Div., Cause No. 1:00-CV-2539 (Co-Lead Counsel with a \$40+ million settlement in cash and stock of which 11% was allocated to the Preferred Shareholders represented by Mr. Bowman); In re Phycor Shareholder Litigation, U.S.D.C., Middle Dist. of Tennessee, Nashville Div. No. 3-99-0807 (\$10 million proposed settlement); In re Vision America Securities Litigation, U.S.D.C., Middle Dist. of Tennessee, Nashville Div., No. 3-00-0279 (\$2.575 million proposed settlement).

HOWARD K. COATES, JR. is a partner Boca Raton office of the firm.

Mr. Coates earned his Associates Degree from the University of South Carolina in 1980, finishing at the top of his class while serving full time in the United States Marine Corps. After four years of service and being honorably discharged in 1981, Mr. Coates graduated *phi beta kappa* from the University of Florida, receiving his Bachelor of Arts Degree in Political Science in December 1982. Thereafter, Mr. Coates earned his *juris doctor* degree from Yale Law School in 1986. While at Yale, Mr. Coates was Senior Editor of the Yale Law and Policy Review and Associate Editor of the Yale Law Journal. Mr. Coates received his Masters in Business Administration from Florida Atlantic University in May 2001, with an emphasis in International Business.

Prior to becoming a partner in the firm, Mr. Coates was a partner in the New York-based law firm of Proskauer Rose LLP, a nationally recognized labor, employment, and securities firm. Mr. Coates spent approximately ten years heading Proskauer's Florida Litigation and Dispute Resolution Department. With fifteen years of big firm litigation practice behind him, Mr. Coates brings a broad range of litigation experience to the firm and enjoys a reputation for being tenacious, skilled and versatile in dealing with a wide variety of complex, demanding litigation matters. He has extensive experience in the trial and appellate courts and has tried and litigated cases in state and federal courts throughout the state of Florida, as well as nationally. He also has considerable experience in alternative dispute resolution and has participated actively in the trend toward mediated and non-judicial resolutions of disputes. In this regard, besides mediating over 100 cases, Mr. Coates has arbitrated matters in numerous alternative dispute resolution forums, including the American Arbitration Association and the New York Stock Exchange.

The cases in which Mr. Coates has been involved have run the gamut, including class action securities, complex probate and estate, and a panoply of complex commercial litigation matters. In the securities area, Mr. Coates was the lead attorney in defending the company and its officers and directors in In re Brothers Gourmet, Inc. Securities Litigation, (U.S.D.C., So. D., Fla.) Case No. 95-8584-Civ-Ryskamp, a case that involved claims under Sections 11, 12(2), and 15 of the Securities Act of 1933 and Sections 10(b) and 20 of the Securities Exchange Act of 1934. Mr. Coates was also the Lead Trial Attorney for the company and the individual defendants in

Thomas v. Gaming Lottery Corporation, et al., (U.S.D.C., M.D., Fla.) Case No. 98-660-Civ-J-21C, a case involving securities fraud and control person liability claims. In Lincow v. Modami Services, Inc., (U.S.D.C., S.D., Fla.) Case No. 94-8301-Civ-Zloch, another securities class action involving 10(b) claims. Mr. Coates successfully defended one of the company's officers and directors. Most recently, Mr. Coates was the lead attorney representing the former general counsel of Sunbeam in In re Sunbeam Securities Litigation, (U.S.D.C., S.D., Fla.) Case No. 98-8258-Civ-Middlebrooks, a massive securities class action involving Section 10(b) and 20 claims.

In addition to his securities experience, Mr. Coates' practice has also included complex multi-party, multi-issue commercial foreclosure, lender liability, real estate, fraud and RICO-based matters, and consumer class actions. Before coming to the firm, Mr. Coates developed extensive experience in banking and workout related litigation in representing the Federal Savings and Loan Insurance Corporation, the Federal Deposit Insurance Corporation, and the Resolution Trust Corporation in connection with the banking and thrift crisis in the late 1980's and early 1990's. His practice in this area was regional in scope and he represented failed savings and loan associations throughout Florida, Texas, Louisiana, and Mississippi in more than 150 cases. Mr. Coates' practice has also included the investigation and determination of liability of directors and officers in both the regulatory and litigation context, and he is also well versed in the investigation and prosecution of professional malpractice matters.

Mr. Coates' professional affiliations include membership in the American, Florida, Georgia, Palm Beach County, and South Palm Beach County Bar Associations. He is also a member of the United States District Courts, Southern, Middle and Northern Districts of Florida, the Northern District of Georgia, and the Eleventh Circuit and Federal Circuit Court of Appeals. Mr. Coates is very active on civic and philanthropic matters and is presently serving on the Board of Directors for the South Palm Beach County Bar Association, the Palm Beach County Legal Aid Society, Inc., and Okeehelée Youth Baseball, Inc.

J. ALLEN CARNEY is a partner in the Little Rock office of the firm.

Mr. Carney is a graduate of the University of Arkansas, earning a degree in finance. Subsequently, Mr. Carney graduated from the University of Arkansas at Little Rock School of Law.

Prior to joining the Firm, Mr. Carney was an associate and partner with the firm Jack, Lyon & Jones, P.A. in the Little Rock, Arkansas office, where he practiced extensively in the areas of complex commercial litigation, labor and employment litigation, and business transactions. While at Jack, Lyon & Jones, Mr. Carney had the privilege of representing some of the State's and the nation's largest employers, including Southwestern Bell Telephone Company, American Standard, Inc., and Babcock & Wilcox.

Mr. Carney has been involved in a number of high-profile cases, including the successful defense of Capital Cities/ABC News in an action brought by Tyson Foods regarding the secret videotaping of chicken processing plants; representing a joint venture comprised of two Fortune 100 companies, during a recent energy shortage, involving the lease and alleged damage of several large electrical generators; and the successful defense before the Eighth Circuit Court of Appeals of an issue of first impression under the Family and Medical Leave Act. Mr. Carney is a frequent lecturer to human resources professionals and attorneys regarding litigation and employment matters. He was a frequent contributor to Arkansas Employment Law Newsletter for approximately six years, a monthly publication with more than seven hundred (700) subscribers. Additionally, Mr. Carney co-authored and edited a twenty-seven chapter Employment Law Desk Book for Arkansas Employers (1997). The book highlights federal and state labor and employment laws, rules and regulations.

Mr. Carney is licensed to practice law in Arkansas state courts, the United States District Courts for the Eastern and Western Districts of Arkansas, and the United States Eighth Circuit Court of Appeals. Mr. Carney has argued before the Arkansas Supreme Court. Additionally, Mr. Carney appeared in numerous federal and state courts across the nation via admission *pro hac vice*.

DARRIN L. WILLIAMS is a partner in the Little Rock, Arkansas office of the Firm.

Mr. Williams received his Bachelor of Arts degree in History from Hendrix College in Conway, Arkansas. During his undergraduate work, Mr. Williams studied at the University of London, Birkbeck College in London, England. Mr. Williams earned his Juris Doctor degree from Vanderbilt University School of Law. While at Vanderbilt, Mr. Williams served as the Chief Justice of the Moot Court Board, received an American Jurisprudence Book Award for earning the highest grade in Torts, and was an Earl Warren Scholar, NAACP Legal Defense Fund. Mr. Williams also earned his Masters of Law in Securities and Financial Regulation from Georgetown University Law Center. While working on his Masters of Law, he worked in the General Counsel's Office of the United States Securities and Exchange Commission.

A substantial portion of Mr. Williams' practice is devoted to representing public institutional investors seeking financial recovery for losses suffered as a result of securities fraud.

Immediately prior to joining Cauley Geller Bowman & Coates, LLP, Mr. Williams was the Chief Deputy Attorney General for the State of Arkansas, where he directed all of the legal work of the office, including the representation of the state's constitutional offices, agencies, boards and commissions. During his time in the Arkansas Attorney General's Office, Mr. Williams' legal skill and leadership resulted in the office recovering millions of dollars on behalf of Arkansas consumers. Because of Mr. Williams' work to protect senior consumers from fraud, he was invited to testify before the United States House of Representatives Committee on

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Ways and Means. Mr. Williams has also served as an aide to a United States Senator and the United States Senate Sargent-at-Arms, as well as general counsel to a business consulting corporation.

Mr. Williams' professional associations include membership in the American Bar Association, the National Bar Association and the Arkansas Bar Association, where he is a member of the Jurisprudence and Law Reform and the Legal Services Committees. Recently, Mr. Williams was named the Outstanding Government Lawyer by Harold Flowers Law Society, Distinguished Alumnus at Hendrix College, and to Arkansas Business "Forty under Forty." Mr. Williams is licensed to practice in the State of Arkansas, the Eastern and Western Districts of Arkansas, as well as the United States Supreme Court. Mr. Williams is also active in community, civic and political matters. Presently, Mr. Williams serves as Vice-Chairman of the First Tee of Arkansas - Jack Stephens Youth Golf Academy, on the Board of Governors for Hendrix College, as a board member for the Little Rock Central High Visitors Center and Museum Board, and as a member of the American Council of Young Political Leaders.

JACK REISE is a partner in the Firm's Boca Raton office.

Mr. Reise earned his Bachelor of Arts Degree in History from the State University of New York at Binghamton. He graduated cum laude from University of Miami School of Law where he was an Associate Editor on the University of Miami Inter-American Law Review and was also the recipient of the American Jurisprudence Book Award in Contracts.

Since he began practicing law, Mr. Reise has been devoted to protecting the rights of those who have been harmed by corporate misconduct. Mr. Reise started his legal career representing individuals suffering the debilitating effects of asbestos exposure back in the 50's and 60's. Mr. Reise's trial experience included a \$1.5 million verdict against a large asbestos manufacturer in a case involving a pipefitter who died from Mesothelioma, a rare form of cancer caused by asbestos exposure.

Since then, Mr. Reise has concentrated his practice on class action litigation, including securities fraud, shareholder derivative actions, consumer protection, unfair and deceptive insurance practices and antitrust. Prior to joining the Firm, Mr. Reise was an associate at Milberg Weiss Bershad Hynes & Lerach, the nation's largest class action law firm.

A substantial portion of Mr. Reise's practice is devoted to representing shareholders in actions brought under the federal securities laws. He is currently serving as Lead Counsel in numerous cases including *Abrams v. van Kampen*, involving a mutual fund that is charged with improperly valuating its net asset value. Mr. Reise is also Lead Counsel in a securities lawsuit involving a company formed by Enron.

In addition, Mr. Reise is also active in the representation of investors whose shares are acquired through leveraged buyouts, mergers, tender offers, and other "change of control" transactions. These lawsuits have resulted in the restructuring of scores of corporate transactions and the recovery of hundreds of millions of dollars in additional compensation for shareholders. In addition, For example, Mr. Reise was intimately involved in In re Intermedia shareholders litigation. As a result of the lawsuit, shareholders received nearly \$30 million more for their shares than they otherwise would have. In addition, Mr. Reise is sole Lead Counsel in Drucker v. Friedson, where the Firm secured the creation of an Acquisition Committee to approve significant corporate transactions and disclosures of bonuses awarded to corporate officers, even if such disclosures are not required by the SEC.

Mr. Reise is admitted to practice law in the state courts of Florida, as well as the United States District Courts for the Southern and Middle Districts of Florida and the Eleventh Circuit Courts of Appeals. He is currently or has been a member of the American Bar Association, the Academy of Florida Trial Lawyers and the Palm Beach County Bar Association.

JONATHAN M. STEIN is a partner in the Firm's Boca Raton office.

Mr. Stein earned his Bachelor of Science Degree in Business Administration from the University of Florida, where he concentrated his studies in Finance. While at Florida, he was selected to join the honor society of Omicron Delta Epsilon, recognizing outstanding achievement in Economics. Mr. Stein earned his law degree from Nova Southeastern University, where he earned the highest grade in the school in Federal Civil Procedure and served as Chief Justice of the Student Honor Court.

Mr. Stein began his practice of law in Fort Lauderdale as a prosecutor in the State Attorney's Office for the Seventeenth Judicial Circuit of Florida, where he handled numerous jury trials. Before concentrating his practice in class action litigation, he also practiced as a litigator with one of Florida's largest law firms, where he concentrated on fighting insurance fraud. Mr. Stein is involved in all aspects of class action litigation, including securities fraud, shareholder class and derivative actions, consumer fraud, products liability and antitrust.

A substantial portion of Mr. Stein's practice is dedicated to the representation of public shareholders of companies whose shares are acquired through management buyouts, leveraged buyouts, mergers, acquisitions, tender offers, and other change-of-control transactions. Mr. Stein has represented clients in seeking to protect shareholders by insuring that they receive maximum compensation for their shares and also by insuring that they receive all necessary information and disclosure concerning the transactions. He has been successful in restructuring many transactions and recovering millions of dollars in additional value for shareholders. For example, Mr. Stein was lead counsel in Feldman v. Bicknell (NPC Int'l), District Court of Crawford County, Kansas, No. 00C262P, a case involving the largest Pizza Hut franchisee in a going private transaction. As a

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result of the lawsuit, the public shareholders received \$1.2 million in additional benefit for their shares. Among many other cases, Mr. Stein also worked extensively on Samuel Brand v. Colleen Conway Welch, et al. (Quorum Health Group), Circuit Court for Davidson County, Tennessee, No. 00C-3066 (litigation settled, providing for supplemental disclosures and a “bringdown” fairness opinion in a merger transaction); and In re Il Fornaio America Corporation, et al., Shareholders Litigation, Delaware Chancery Court, New Castle County, C.A. No. 18506 (successful negotiation of material changes to the voting structure in a going private transaction to prevent members of management, who were part of the buyout group, from controlling the vote).

Mr. Stein is licensed to practice law in the state courts of Florida, as well as in the United States District Courts for the Southern and Middle Districts of Florida and the District of Colorado. In addition to these courts and jurisdictions, Mr. Stein regularly works on cases with local counsel throughout the country. Mr. Stein is or has been a member of the Association of Trial Lawyers of America, the American Bar Association, the Palm Beach County Bar Association and the South Palm Beach County Bar Association.

The Firm's Associates

MATTHEW K. BUCHER is an associate in the Little Rock office of the firm.

Mr. Bucher earned his Bachelor of Science, Business Administration degree in Financial Management from the University of Arkansas at Fayetteville. Mr. Bucher earned his Juris Doctorate from this institution as well. Prior to focusing on class action litigation, Mr. Bucher was involved in general practice litigation, including both civil and criminal actions. Mr. Bucher is licensed to practice in the state courts of Arkansas. Mr. Bucher is an experienced class action attorney with an emphasis on securities fraud, and shareholder class and derivative action

GINA M. COTHERN is an associate in the Little Rock office of the firm.

Ms. Cothorn graduated with honors from the University of Arkansas at Little Rock School of Law in 1998, where she served as the Assistant Research Editor of the UALR Law Journal and wrote several case law survey sections, including Labor Law, Business and Workers Compensation. Ms. Cothorn also earned top score papers in constitutional law, labor law, alternative dispute resolution and contract law. Prior to joining the Firm, Ms. Cothorn clerked for Associate Justice David Newbern of the Arkansas Supreme Court for two years. Ms. Cothorn graduated in 1990 from the University of Arkansas at Little Rock with a BBA in Management, serving as President of the college chapter of Alpha Kappa Psi, a professional business fraternity. She was formerly employed as the Manager of Human Resources at the Holiday Inn for four years before attending law school. Ms. Cothorn is licensed to practice in the State of Arkansas, as well as both the

Eastern and Western Districts of Arkansas. She is a member of the American Trial Lawyers Association, the Arkansas Trial Lawyers Association and the Pulaski County Bar Association. Ms. Cothorn focuses on class action and mass tort litigation involving consumer protection, unfair and deceptive trade practices and products liability.

RANDALL K. PULLIAM is an Associate in the Little Rock, Arkansas office of the firm.

Mr. Pulliam graduated from the University of Central Arkansas with a Bachelor of Business Administration, where he was nominated for Outstanding Management Student in the University's School of Business. Mr. Pulliam later earned his Master's of Business Administration from the University of Arkansas, and in doing so focused his studies in finance. Mr. Pulliam went on to earn his law degree from the University of Arkansas at Little Rock. While in law school, Mr. Pulliam earned the Top Paper in several courses.

Mr. Pulliam has substantial experience in many areas of the securities industry. In addition to holding his Series 7 General Securities Representative licence, Mr. Pulliam worked as an Equity Trader for four years on a busy trading floor for Stephens, Inc. In addition to executing in excess of \$2 billion in securities transactions each year, Mr. Pulliam participated in the firm's underwriting and Initial Public Offering allocation decisions. Prior to working at Stephens, Mr. Pulliam worked in Investment Banking for Crews and Associates. Among his duties at Crews and Associates was buying and selling municipal bonds for both individual and institutional investors.

Mr. Pulliam had a successful law practice before joining the firm in a variety of legal areas, including commercial litigation. While practicing in various areas of law, Mr. Pulliam gained extensive courtroom experience and over the course of this practice tried and won several jury trials.

Mr. Pulliam's practice with the firm focuses primarily upon representing investors seeking financial recovery for losses suffered as a result of securities fraud. In addition, Mr. Pulliam represents clients in derivative lawsuits filed against corporate boards, seeking to impose corporate governance reforms aimed at protecting shareholders and eliminating corporate waste and abuse.

Mr. Pulliam has been involved with several of the most significant securities cases, one of which is *In re Initial Public Offering Securities Litigation*. In addition, Mr. Pulliam is one of the firm's principal individual investor client contacts and serves as a liaison to the firm's institutional clients.

NICOLE REID is an associate in the Boca Raton office of the firm.

Ms. Reid is licensed to practice in the state courts of Florida, and is in the process of gaining admission to practice in the United States District Courts for the Southern, Middle, and Northern Districts of Florida.

Ms. Reid earned her Bachelor of Arts degree in Finance and Management, *cum laude*, from Florida Atlantic University. She then earned her law degree, *cum laude*, from the University of Miami School of Law. At the University of Miami, she focused on corporate tax and securities courses and was a member of Phi Delta Phi honors fraternity. Before concentrating her practice on the prosecution of class actions, Ms. Reid interned at one of Florida's largest law firms, where she handled clients' transaction-oriented corporate and securities matters.

Ms. Reid also had the opportunity to become a certified legal intern with the United States Securities and Exchange Commission's Enforcement Division in Miami, Florida. At the SEC, Ms. Reid's experience included the investigation of securities violations, legal research, drafting various legal memoranda, and preparation for trial.

A substantial portion of Ms. Reid's time is devoted to representing investors seeking financial recovery for losses suffered as a result of securities fraud. In addition, Ms. Reid represents clients in derivative lawsuits filed against corporate boards, seeking to impose corporate governance reforms aimed at protecting shareholders and eliminating corporate waste and abuse.

Ms. Reid is also active in the representation of investors whose shares are acquired through leveraged buyouts, mergers, tender offers, and other "change of control" transactions. In addition to securities lawsuits, Ms. Reid has significant experience with consumer fraud, antitrust, and mass tort litigation.

DEBORAH R. SALLINGS is an associate in the Little Rock office of the firm.

Ms. Sallings is a graduate of the University of Arkansas at Little Rock School of Law, where she was a member of the UALR Law Journal staff, writing case note and survey section articles. Ms. Sallings has had extensive appellate practice in state and federal courts, including the United States Supreme Court. Before joining the firm, she served as head of the Appellate Division for the Office of the Sixth Judicial District Public Defender in Pulaski County, Arkansas, handling well over 300 cases that were appealed to the Arkansas Supreme Court and Arkansas Court of Appeals. In addition, she served as circuit court trial attorney in numerous serious felony cases, including death penalty cases in which she was chief mitigation counsel. She was also a staff attorney with the Arkansas Capital Resource Center, representing Death Row clients in post-conviction habeas corpus actions in state and federal courts, both at the trial and appellate level, as well as in clemency proceedings, successfully obtaining gubernatorial clemency and commutation of sentence for the only Death Row inmate to receive such relief in Arkansas since 1970.

Ms. Sallings also was an associate with the Little Rock firm of Jack, Lyon & Jones, P.A., in the Little Rock and Nashville offices, where she practiced primarily in the area of hospital and health care law.

Ms. Sallings serves on the Arkansas Supreme Court Committee on Model Criminal Jury Instructions and has made presentations on appellate practice at CLE seminars. She received a Bachelor of Arts degree in History and Political Science from Hendrix College. She is licensed to practice in the state and federal courts of Arkansas, the United States Eighth Circuit Court of Appeals, and the United States Supreme Court.

DOUGLAS WILENS is an associate in the Boca Raton office of the firm.

Mr. Wilens is licensed to practice law in the state courts of Florida and New York, as well as in the United States District Courts for the Southern and Eastern Districts of New York.

Mr. Wilens earned his Bachelor of Science Degree in Accounting from the University of Florida. He graduated with honors from the University of Florida College of Law where he received a "Book Award" for the highest grade in his class for Legal Drafting. Prior to joining the Firm, Mr. Wilens was an associate in the New York office of Proskauer Rose LLP, a nationally recognized firm, where he litigated complex actions in both state and federal courts. In particular, Mr. Wilens participated in the successful defense of Major League Soccer, LLC and its members in an antitrust class action brought on behalf of all Major League Soccer players. Fraser, et al. v. Major League Soccer, LLC, et al., District of Massachusetts, No. 97-10342-GAO (partial summary judgment granted in favor of defendants; remaining claims rejected by jury).

Mr. Wilens is involved in all aspects of class litigation, including claims of securities fraud, claims of breach of fiduciary duty related to change-of-control transactions, and consumer protection actions. Mr. Wilens is or has been a member of the American Bar Association, New York City Bar Association, Broward County Bar Association, Sports Lawyers Association and the Florida Bar Section on Entertainment and Sports Law. Lastly, Mr. Wilens is an adjunct professor at Florida Atlantic University and Nova Southeastern University where he teaches undergraduate and graduate level Business Law classes.

T. BRENT WALKER is an associate in the Little Rock office of the firm.

Mr. Walker earned his Bachelor of Business Administration degree in Accounting from the University of Mississippi. He also earned his Master's degree in business from Mississippi State University and completed his law degree from the University of Arkansas at Little Rock. While in law school, Mr. Walker earned the Top Paper in several courses.

Mr. Walker is a Certified Public Accountant (CPA) with substantial experience in public accounting and business management. Prior to joining the firm Mr. Walker obtained over seven years of public accounting experience in taxation, audit and management advisory services. In addition, Mr. Walker worked for a division of Prudential Financial primarily acquiring and

managing real estate investment properties for institutional clients.

Mr. Walker is licensed to practice law in the state of Arkansas. He is also a member of the American and Arkansas Bar Associations as well as the American Institute of Certified Public Accountants. His practice with the firm focuses primarily upon representing investors seeking financial recovery for losses suffered as a result of securities fraud.

TIFFANY M. WYATT is an associate in the Little Rock office of the firm.

Ms. Wyatt graduated *cum laude* from the University of Arkansas at Fayetteville School of Law in 2001. She served as a member of the Board of Advocates, member of the W.B. Putnam Inns of Court, and the American and Arkansas Bar Associations. In addition, Ms. Wyatt served as President of Phi Delta Phi honors fraternity. During her law school career, Ms. Wyatt participated in various trial competitions and moot court, where she was selected as a semi-finalist in the spring rounds. Ms. Wyatt also has a BA in English from the University of Arkansas at Fayetteville.

Prior to joining the firm, Ms. Wyatt worked for the Japanese municipal government in Urasoe City, Okinawa, Japan. While abroad, Ms. Wyatt's primary focus was on international relations. In addition, Ms. Wyatt worked as an intern for the U.S. Bankruptcy Court, Western Division of Arkansas, where she assisted in researching bankruptcy issues and administering bankruptcy proceedings.

Ms. Wyatt is licensed to practice in the state of Arkansas. She is currently a member of the American and Arkansas Bar Associations. Ms. Wyatt has experience in a multitude of legal fields including securities law, corporate law, business litigation, real estate transactions, and insurance regulatory.

Leadership Positions

In re Initial Public Offering Securities Litigation, United States District Court, Southern District of New York, 21 M.C. 92 (SAS) (Steering Committee Member);

In re DOE, Inc. Securities Litigation, United States District Court, Western District of Pennsylvania, No. 01-1851 (Co-Lead Counsel);

In re Abercrombie & Fitch Company Securities Litigation, United States District Court for the Southern District of New York, Civil No. M21-83 (TPG) (Executive Committee)

In re Baycol Products Litigation, MDL No. 1431, District of Minnesota (Steering Committee)

William J. Stoddard v. Advanta Nat'l Bank USA, Delaware Superior Court, New Castle County, No. 97C-08-206 (VAB) (Co-Lead Counsel; Case settled for \$11 million)

In re American Educational Products, Inc. Shareholder Litigation, District Court for Boulder County, Colorado, No. 00-CV-1122, Div. 5 (Co-Lead Counsel)

In re NewPower Holdings Securities Litigation, United States District Court for the Southern District of New York, Civil Action No. 01civ1550 (CLB) (Co-Lead Counsel)

In re Loral Space & Communication Ltd. Securities Litigation, United State District Court for the Southern District of New York, Master File No. 01-CV-1388 (JGK) (Co-Lead Counsel)

Richard Slatten v. Rayovac Corporation, et al., United States District Court for the Western District of Wisconsin, Case No. 02 C 0325 C (Proposed Co-Lead Counsel)

In re Eaton Vance Corporation Securities Litigation, United States District Court for the District of Massachusetts, Civil Action No. 01-10911-EFH (Co-Lead Counsel)

Irene Abrams v. VanKampen Funds, Inc., et al., United States District Court for the Northern District of Illinois, Eastern Division, No. 01 C 7538 (Co-Lead Counsel)

Harold Hicks v. Morgan Stanley & Co., et al., United States District Court for the Southern District of New York, Civil Action No. 01 CV 10071 (Co-Lead Counsel)

In re Allied Capital Corp. Securities Litigation, United States District Court for the Southern District of New York, Civil Action No. 02 CV 3812 (Co-Lead Counsel)

In re Arcadia Financial Ltd. Shareholder Litigation, District Court for Hennepin County, Minnesota, No. 99-15992 (Co-Lead Counsel)

In re Ashanti Goldfields Securities Litigation, United States District Court for the Eastern District of New York, No. CV-00-0717 (DGT) (RML) (Co-Lead Counsel)

J.D. Perkins, et al. v. Christopher T. Sortwell, et al. (Aurora Foods), Superior Court of California, San Francisco County, No. 311498 (Lead Derivative Counsel)

Herbert Huppert v. Robert Martini (Bergen Brunswig), United States District Court for the Central District of California, No. SA-CV-00-364-AHS (Lead Derivative Counsel)

In re Beverly Enterprises, Inc. Derivative Litigation, United States District Court for the Eastern District of Arkansas, Western Division, No. LR-C-99-826 (Co-Lead Counsel)

Lynne H. Sinay, et al. v. Boron LePore & Assocs., Inc., et al., United States District Court for the District of New Jersey, No. 99-2231 (DRD) (Co-Lead Counsel) (\$4.7 million proposed settlement)

In re Broadcast.com, Inc. Privacy Litigation, United States District Court for the Eastern District of Texas, Marshall Division, No. 2-00CV18-TJW (Co-Lead Counsel)

In re Bromine Antitrust Litigation, United States District Court for the Southern District of Indiana, Indianapolis Division, MDL Docket No. 1310 (Executive Committee)

In re Cameron Ashley Securities Transaction, County Court at Law #1, Dallas County, Texas, No. 00-0971-A (Co-Lead Counsel)

In re Cherry Corp. Shareholders Litigation, Delaware Chancery Court, New Castle County, C.A. No. 18007 NC (Co-Lead Counsel)

In re Chromcraft Shareholders Litigation, Delaware Chancery Court, New Castle County, C.A. No. 18571 (Co-Lead Counsel)

Ralph Shive v. Metropolitan Life Ins. Co. and Conning Corp., Supreme Court of New York, New York County, Index No. 00-600221 (Co-Lead Counsel)

Dasburg, S.A. et al. v. Corrections Corporation of America, et al., Court of Chancery for Tennessee, 20th Judicial District, Davidson County, No. 98-2391-III (Lead Counsel; \$11.5 million settlement in cash and stock)

In Re Covad Securities Litigation, United States District Court for the Northern District of California, No. C-00-3891-PJH (Co-Lead Counsel)

Nat Orme v. Michael R. Cunningham, et al., Superior Court of New Jersey, Chancery Division, Hudson County, No. C-69-00 (Co-Lead Counsel)

In re Del Webb Corporation Shareholders Litigation, Delaware Chancery Court, New Castle County, C.A. No. 18357 NC (Co-Lead Counsel)

Robert Frankel, et al. v. Entrust Technologies Inc., et al., United States District Court for the Eastern District of Texas, Marshall Division, No. 2:00-CV-119-TJW (Executive Committee)

Gary Silverstein v. Equitrac Corporation, Circuit Court for Miami-Dade County, Florida, No. 99-14316 CA 01 (Lead Counsel)

Andris Indriksons, et al. v. Hamilton Bancorp Inc., et al., United States District Court for the Southern District of Florida, Miami Division, No. 01-CV-0056-GOLD (Co-Lead Counsel)

Beverly Verga, et al. v. Hammerhead's Sea Grille of Juno Beach, Inc., Circuit Court for Palm Beach County, Florida, No. CL 98-6663 AN (Lead Counsel)

In re Healthsouth Corp. Securities Litigation, United States District Court for the Northern District of Alabama, Southern Division, No. CV-98-J-2634-S (Executive Committee)

In re Il Fornaio America Corporation, et al., Shareholders Litigation, Delaware Chancery Court, New Castle County, C.A. No. 18506 (Co-Lead Counsel)

Martin Fogel v. Information Management Associates, Inc., United States District Court for the District of Connecticut, No. 3:00-CV-135 (AWT) (Co-Lead Counsel; \$4.1 million proposed settlement)

Murrel Neal v. Insurance Management Solutions Group, Inc., United States District Court for the Middle District of Florida, Tampa Division, No. 8:00-CV-2013-T-26F (Co-Lead Counsel)

David L. Winter v. Roy F. Mitte, et al. (Intercontinental Life), District Court for Travis County, Texas. No. GN 003039 (Co-Lead Counsel)

Rosa A. Garza, et al. v. J.D. Edwards & Company, et al., United States District Court for the District of Colorado, No. 99-N-1744 (Co-Lead Counsel; \$15 million settlement)

State of Wisconsin Investment Board, et al. v. Harold Ruttenberg, et al. (Just For Feet), United States District Court for the Northern District of Alabama, Southern Division, No. CV-99-BU-3097-S (Court Appointed Special Counsel; \$34 million settlement)

In re JWGenesis Financial Corporation Shareholder Litigation, Circuit Court for Palm Beach County, Florida, No. CL 00-8661 AG (Co-Lead Counsel)

In re Keyspan Securities Litigation, United States District Court for the Eastern District of New York, No. CV-01-5852 (ARR) (MDG) (Co-Lead Counsel)

Todd Holley, et al. v. Kitty Hawk Inc., et al., United States District Court for the Northern District of Texas, Dallas Div., No. 3-00-CV-0828-P (Co-Lead Counsel)

James E. Funke, et al. v. Life Financial Corp., United States District Court for the Southern District of New York, No. 99-CIV-118770 (DAB) (Co-Lead Counsel)

Isabel J. Griffin, et al. v. Medpartners, Inc., et al., Circuit Court of Jefferson County, Alabama, No. CV-98-00297 (Lead Counsel for purchasers of TAPS Securities; \$25 million settlement for TAPS purchasers)

In re Mikasa Inc. Shareholders Litigation, Delaware Chancery Court, New Castle County, C.A. No. 18300 NC (Co-Lead Counsel)

Robert O. Neibert v. Monarch Dental Corp., United States District Court for the Northern District of Texas, Dallas Division, No. 3:99-CV-762-X (Co-Lead Counsel; \$3.5 million settlement)

E. Paul Larett, et al. v. Michael L. Robertson, et al. (MP3.com), Superior Court of California, County of San Diego, No. GIC-754696 (Co-Lead Derivative Counsel)

In re Oneok Derivative Litigation, District Court of Tulsa County, Oklahoma, No. CJ-2000-00593 (Lead Derivative Counsel)

In re Orbital Sciences Corporation Securities Litigation, United States District Court for the Eastern District of Virginia, Alexandria Division, No. 99-197-A (Co-Lead Counsel for Section 11 Claims; \$23.5 million settlement)

In re Pcom, Inc. Securities Litigation, Superior Court of California, County of Santa Clara, No. CV-776853 (Co-Lead Counsel; \$16 million settlement)

In re Phycor Shareholder Litigation, United States District Court for the Middle District Tennessee, No. 3:990807 (Co-Lead Counsel; \$11 million settlement)

In re Pinnacle Systems Securities Litigation, United States District Court for the Northern District of California, No. C-00-2596-MM (Co-Lead Counsel)

Bill Koplovitz v. Plains Resources, Inc., et al., United States District Court for the Southern District of Texas, Houston Division, No. H-99-4212 (Lead Counsel; \$5.4 million settlement)

John Neiger, et al. v. Doctor Crants, et al. Prison Realty Securities Litigation, United States District Court for the Middle District of Tennessee, Nashville Division, No. 3-99-1205 (Lead Counsel; \$11.5 written settlement, cash and stock)

In re Bernstein v. Prison Realty Trust, Inc., et al., Chancery Court for the State of Tennessee, 20th Judicial District, Davidson County, No. 99-3794-III (Lead Counsel)

Samuel Brand v. Colleen Conway Welch, et al. (Quorum Health Group), Circuit Court for

CAULEY GELLER

G

Davidson County, Tennessee, No. 00C-3066 (Co-Lead Counsel)

Edward J. Vranizan v. William E. Morgenstern, et al. (Rent-Way Derivative Litigation), United States District Court for the Western District of Pennsylvania, C.A. No. 01-46, Erie (Lead Derivative Counsel)

Lawrence Peccatiello v. Carl DeSantis, et al. (Rexall Sundown), Circuit Court for Palm Beach County, Florida, No. CL 00-4284 AO (Lead Counsel)

Paul L. Ruble, et al. v. Rural Metro Corp., et al., United States District Court for the District of Arizona, No. CIV-99-822-PHX-RGS (Co-Lead Counsel)

Lone Star Ladies Investment Club v. Schlotskys, Inc., United States District Court for the Western District of Texas, No. A-98-CA-550-JN (Co-Lead Counsel; \$2 million settlement)

Trinity Holdings Corp. v. Sirrom Capital Corp., et al., United States District Court for the Middle District of Tennessee, No. 3-98-0643 (Executive Committee; \$15 million settlement)

William Straub v. The Solomon-Page Group Ltd., Delaware Chancery Court, New Castle County, C.A. No. 17977 NC (Co-Lead Counsel)

Lloyd Bahr, et al. v. Springs Industries, Inc., et al., State of South Carolina in the Court of Common Pleas, County of York, No. 2001-CP-46-374 (Co-Lead Counsel)

In re Stone & Webster Inc. Securities Litigation, United States District Court for the District of Massachusetts, No. 00-CV-10874-RCL (Executive Committee)

In re Sunburst Hospitality Corporation Shareholders Litigation, Delaware Chancery Court, New Castle County, C.A. No. 18343 NC (Co-Lead Counsel)

Frank Rogers v. Sunrise Medical, Inc., et al., Superior Court of California, County of San Diego, Case No. GIC 756421 (Co-Lead Counsel)

In re Sunstar Healthcare Securities Litigation, United States District Court for the Middle District of Florida, Orlando Division, No. 6:00-CV-172-ORL-28C (Executive Committee)

Mark Spiegel v. Tenfold Corporation, United States District Court for the District of Utah, No. 2:00-CV-652C (Co-Lead Counsel)

In re U.S. Franchise Systems, Inc., Securities Litigation, United States District Court for the Northern District of Georgia, Atlanta Division, No. 1:00-CV-1244-RLV (Co-Lead Counsel)

In re United Television, Inc. Shareholders Litigation, Delaware Chancery Court, New Castle County, C.A. No. 18218 NC (Co-Lead Counsel)

David T. O'Neal Trust v. Vanstar Corp. et al., Superior Court of the State of California, County of Alameda, No. V-014193-6 (Co-Lead Counsel; \$5 million settlement)

John F. Ritter v. Joseph H. Kiser (Vari-L), District Court of Denver, Colorado, No. 00-CV-6001 (Lead Derivative Counsel)

In re Vision America Securities Litigation, United States District Court for the Middle District of Tennessee, Nashville Division, No. 3-00-0279 (Co-Lead Counsel; \$2.75 million proposed settlement)

Lawrence Feldman v. Walden Residential Properties, Inc., et al., County Court at Law #1, Dallas County, Texas, No. CC-99-11645-A (Lead Counsel for holders of common stock)

Dorothy Coven v. World Fuel Services Corporation, United States District Court for the Southern District of Florida, Miami Division, No. 00-0541-CIV-MORENO (Co-Lead Counsel)

EXHIBIT F

FELDERMAN & SHERWOOD
(AN ASSOCIATION OF ATTORNEYS AND PROFESSIONAL CORPORATIONS)

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FIRM RESUME

WILLIAM B. FEDERMAN. Born New York, New York, January 31, 1958; admitted to bar, 1982, Oklahoma and U.S. District Court, Western District of Oklahoma; 1983, U.S. District Court, Northern District of Oklahoma and U.S. Court of Appeals, Tenth Circuit; District of Columbia, 1985; New York, 1988; Texas, 1995; U.S. District Court, Eastern District of Oklahoma, 1995; U.S. District Court, Northern District of Texas and U.S. District Court, Southern District of Texas, 1995; U.S. District Court, Eastern District of Texas, 2002; Federal Circuit Court of Appeals, 1999. Education: Boston University (B.A., cum laude, 1979); University of Tulsa (J.D., 1982). Phi Alpha Delta (Treasurer, 1980-1982). Legal Publications: Author/Lecturer: "Litigation and Employment Law Update," Seminar presented by the Securities Industry Association, Compliance and Legal Division; "Derivative Actions and Protecting the Corporation; Critical Issues in Today's Banking," Seminar presented by the Oklahoma Bar Association and the Oklahoma Bankers Association; "Arbitration - What Is It? Why Should a Lawyer Suggest or Use It?," Seminar presented by the Oklahoma Bar Association; "The Attorney and Accountant as Targets in Failed Financial Institution Litigation," American Bar Association - Trial Practice Committee Mid-Year Meeting; "Effective Arbitration in the 1990's, Adapting to Build a Successful Practice," Seminar presented by the Oklahoma County Bar Association; "Current Issues in Direct Investments and Limited Partnerships: The Litigation Scene From ALL Perspectives," American Bar Association, Litigation Section Annual Meeting; "Stockbroker Litigation and Arbitration," Securities Arbitration Institute. Author: "Who's Minding the Store: The Corporate Attorney-Client Privilege," 52 O.B.J. 1244, 1981; "Potential Liability From Indirect Remuneration in Private Oil and Gas Offerings," 11 Sec. Reg. L.J. 135, 1983; "Capitalism and Reality Meet in the Courts. . . Finally," 59 O.B.J. 3537, 1987. Member: Arbitration Panel, New York Stock Exchange, 1985; Oklahoma County Bar Association (Member, Committee on Professionalism, 1987-1990); Oklahoma, Texas, New York and American Bar Association (Committee on Securities Litigation and Corporate Counsel); The District of Columbia Bar; Securities Industry Association, Law and Compliance Division; Defense Research Institute; American Inns of Court (Barrister and Master, 1990-1993).

JOHN CHARLES SHERWOOD. Born December 18, 1958, Dallas, Texas. Education: undergraduate Texas Christian University, BBA (Accounting) Magna Cum Laude 1981; Baylor School of Law, 1984. Areas of Practice: Litigation. Board Certified: Civil Trial Law, Personal Injury Trial Law, Texas Board of Legal Specialization. Organizations: Texas Trial Lawyers, Association of Trial Lawyers of America, Dallas Trial Lawyers Association, Dallas Bar Association, Former Chairperson of the Solo and Small Firm Section of the Dallas Bar Association (1999), Member of the College of the State Bar of Texas, and founding President of Citizens For a Fair Judiciary (Political Action Committee). Licenses and Courts of Practices: Member of the State Bar of Texas, National Board of Trial Advocacy, Licensed as a Certified Public Accountant by the Texas State Board of Public Accountancy, admitted to practice before the United States Tax Court, United States District Court, Northern District of Texas, United States Fifth Circuit Court of Appeals, and the United States Supreme Court. Papers Presented: *Other People's Money*, Presented to the Dallas Bar Association, Solo and Small Firm Section, 1996 and 1998.

STUART W. EMMONS. Born Stillwater, Oklahoma, August 9, 1961. Education: University of Oklahoma, J.D., with distinction, 1987; University of Oklahoma, B.B.A. (Accounting), with distinction, 1984. Admitted to Practice: 1987, Oklahoma and U.S. District Court, Western District of Oklahoma; 1990, U.S. District Court, Northern District of Oklahoma; 1992, U.S. Court of Appeals, Tenth Circuit; 1994, U.S. Court of Appeals, Eighth Circuit; U.S. Patent and Trademark Office; U.S. District Court, Southern District of Texas, 2002. Member: Oklahoma County and Oklahoma Bar Associations. Law Clerk to the Hon. Layn R. Phillips, U.S. District Court, Western District of Oklahoma, 1988-1989.

SUSAN B. PINKERTON. Education: University of Texas – S.A. (B.A. 1993); University of Oklahoma (J.D., 1997). Admitted to practice: Oklahoma; U.S. District Court for the Western District of Oklahoma; U.S. District Court for the Eastern District of Oklahoma; U.S. District Court, Northern District of Oklahoma, 2002.; U.S. District Court, Southern District of Texas, 2002. Member: American Bar Association; Oklahoma County Bar Association; Robert J. Turner American Inn of Court, Oklahoma Trial Lawyers Association and American Trial Lawyers Association. Editor, American Indian Law Review (1996-1997).

JENNIFER F. SHERRILL (Bar Admission Pending). Education: Hendricks College (B.A. 1996); University of Arkansas, Masters of Science, Plant Pathology (1998); University of Tulsa, College of Law (2002) (Highest Honors, Order of the Curule Chair and Outstanding Law Student Award). Publications: An Inter- and Intra-species variation in *Colletotrichum* and mechanisms which affect population structure, In *Collectotrichum: Host Specificity, Pathology, and Host-Pathogen Interaction*.

OF COUNSEL:

A. DANIEL WOSKA. Born Dallas, Texas, November 1, 1952; admitted to bar, 1978, Oklahoma, U.S. District Court, Northern, Eastern and Western Districts of Oklahoma, U.S. District Court, Northern and Western Districts of Texas, U.S. Court of Appeals, Tenth and Fifth Circuits, U.S. Tax Court and U.S. Supreme Court. Education: University of Oklahoma (B.A., 1974); Oklahoma City University (J.D., 1977). Phi Alpha Delta: Recipient, Outstanding Committee Chairman, Young Lawyers Division, Oklahoma Bar Association, 1986. Lecturer: "Dysfunction in the Workplace," 1990; "Juggling the Roles in Your Life," Oklahoma County Bar Association, 1990; Operation Handshake, Oklahoma City University; Oklahoma Bar Association: "Arbitration Between Individuals in Different States," 1990; "The Evolution of Arbitration: 1953 to Present"; "Is Arbitration in Oklahoma Between Oklahoma Residents Constitutionally Unenforceable?"; "Confirming and Vacating the Arbitration Award." Member: Oklahoma County (Member: Young Lawyer's Division; Bar Counsel, 1987-1990; Alternative Dispute Resolution Committee, 1990-; Director, 1990-1993), Oklahoma Young Lawyers Division, 1982-1987; Member: Public and Media Relations Committee, 1984; Bicentennial Constitutional Committee, 1987; Alternate Dispute Resolution Committee, 1992-; Legal Ethics Committee, 1993-1998) and American (Member, Sections on: Litigation, 1983-; General Practice, 1985-; Chairman, Alternate Dispute Resolution Committee, 1996) Bar Associations; Oklahoma Trial Lawyers Association; The Association of Trial Lawyers of America; The Christian Legal Society; The Rutherford Institute and PIABA.

RODNEY J. HEGGY focuses on matters tried to juries in state and federal courts generally involving securities, personal injury, employment, malpractice, medical devices, industrial products and services, environmental and insurance law (including first and third party coverages), and matters tried to arbitration panels generally involving securities, brokers, employment, broker-dealers and franchises. Education: Southeastern Oklahoma State University, 1977; Master of Science, University of Southwestern Louisiana, 1978; J.D., University of Houston, 1981. Professional Affiliations: Arbitrator/Neutral: American Arbitration Association, New York Stock Exchange, Inc., and NASD Dispute Resolution, Inc. Affiliations: State Bar of Texas, 1981, Oklahoma Bar Association, 1982. Courts: United States District Courts for the Western, Eastern and Northern Districts of Oklahoma, Northern and Southern Districts of Texas, United States Courts of Appeals for the Eighth and Tenth Circuits;. Memberships: International Association of Defense Counsel, Defense Research Institute, Oklahoma Association of Defense Counsel. Public Office: Banner Public Schools, Board of Education, I-31, 2000 - , President, 2002 - . **LEGAL PUBLICATIONS:** *"The Trial Lawyers Purgatory; the Document Depository in Complex Litigation"* (BRS, 1990); *"Oklahoma Toxic Torts Law: Elements, Standards for Evaluating Proof, and Suggestions for Practitioners"* (NBI, 1992); *"Environmental Law*

for Business and Lenders: Litigation Prevention and Avoidance, Insurance Coverage and Standards for Evaluation of Proof" (Oklahoma City University, 1992); *"Using, Drafting and Enforcing Arbitration Clauses"* (Oklahoma Bar Association, 1992); *Ethical Considerations in Insurance Coverage Claims, Insurance Coverage Law in Oklahoma* (NBI 1997); *Extra-Contractual Insurance Claims Liability- Bad Faith - Part II, Insurance Coverage Law in Oklahoma* (NBI 1997).

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